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LAW OFFICES
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KENDALL INTERNATIONAL BUILDING
10621 NO. KENDALL DRIVE, SUITE 204
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August 29, 2000

Florida Department of State
Division of Corporations
Amendment Section
P.O. Box 6327
Tallahassee, Florida 32314

100003378621--0
-08/31/00-01050-012
*****35.00 *****35.00

RE: Articles of Dissolution - Visole, Inc.

Enclosed please find the above referenced articles of dissolution together with a check in the amount of \$35.00 made payable to Florida Department of State for the filing fees.

If you have any questions, please do not hesitate to contact the undersigned.

Sincerely,



Alexander G. Cubas

AGC/ml
Enclosure

00 AUG 31 PM 5:15
SECRETARY OF STATE
TALLAHASSEE FLORIDA
FILED

Vol. Diss.

T BROWN SEP 12 2000

ARTICLES OF DISSOLUTION

FILED
00 AUG 31 PM 5:15
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Pursuant to section 607.1403, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

ARTICLE I

The name of the corporation is: VISOLE, INC.

ARTICLE II

The date dissolution was authorized to take effect on: September 15, 2000.

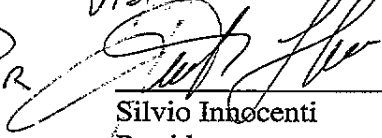
ARTICLE III

Adoption of Dissolution: Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.

The following statement must be separately provided for each voting group entitled to vote separately on the plan to dissolve:

The number of votes cast for dissolution was sufficient for approval by the shareholders.

Signed this 4th day of August, 2000.

POB
VISOLE, INC.


Silvio Innocenti
President

SEAL