

J61653

KRUSE, LANDA & MAYCOCK, L.L.C.

EIGHTH FLOOR, BANK ONE TOWER
50 WEST BROADWAY (300 SOUTH)
SALT LAKE CITY, UTAH 84101-2034
E-mail: klmLaw.com

MAILING ADDRESS
Post Office Box 45561
Salt Lake City, Utah 84145-0561

ATTORNEYS AT LAW

WRITER'S E-MAIL ADDRESS
sthemas@klmlaw.com

FILED
98 FEB 26 PM 12:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
TELEPHONE: (801) 531-0090
TELECOPY: (801) 531-7091
(801) 531-9892
(801) 531-9591
WRITER'S VOICE MAIL
Extension 230

February 25, 1998

Karon Beyer
Florida Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32301

Via Federal Express

cf. 35
CORAPREVIDS

400002442694--8
-02/27/98-01006--017
*****70.00 *****35.00

Re: Team America Capital, Inc. n/k/a Mystic Global Capital, Inc.
Number J61653

Dear Ms. Beyer:

On February 4, 1998, Team America Capital, Inc. (hereinafter the "Corporation"), attempted to file Restated Articles of Incorporation of Team America Capital, Inc. (the "Restated Articles"). Due to an erroneous filing, made by a person unaffiliated with the Corporation, the Corporation was dissolved on February 2, 1998. Subsequently, the filing of the Restated Articles was rejected due to the dissolution.

Accordingly, pursuant to our telephone conversations, I have prepared a Revocation of Dissolution for the Corporation. The manually executed Revocation of Dissolution will be sent to your attention under a separate cover from Mr. Mervin Michael Bodnarchuk, the sole shareholder and sole director of the Corporation. A copy of the Revocation of Dissolution is enclosed for informational purposes only. Additionally, enclosed are 3 copies (one of which is manually executed) of Restated Articles of Incorporation of Team America Capital, Inc. Within the Restated Articles, Team America Capital, Inc. will change its name to Mystic Global Capital, Inc. It is my understanding that you will first file the Revocation of Dissolution followed by the Restated Articles.

Upon completion of the filing of the Restated Articles I would like to request one **certified copy of the Restated Articles** and **eight (8) certificates of Good Standing** for Mystic Global Capital, Inc.

Previously, we paid fees in the amount of \$122.50 for payment of the following fees: \$35 Restated Articles; \$52.50 certified copy of Restated Articles; and \$35 for four Good Standing certificates (\$8.75 per certificate). The state of Florida retained the foregoing fees and the cover letter regarding said fees is enclosed. Additionally, fees in the amount of \$70 are also enclosed. The additional fees will cover the filing fee for the Revocation of Dissolution in the amount of \$35 and the additional four good standings for \$35.

The filing evidence, certified copies and good standing certificates may be returned in the enclosed Federal Express envelope provided. Please telephone if you have any questions or comments

Revocation of Dissolution

2/26/98

DC

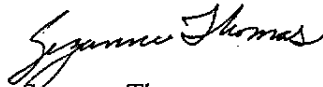
KRUSE, LANDA & MAYCOCK, L.L.C.

Karon Beyer
Florida Division of Corporations
February 25, 1998
Page 2

regarding the enclosed filings or subsequent document requests. Thank you for all of your assistance in this matter. It is very much appreciated.

Sincerely,

KRUSE, LANDA & MAYCOCK, L.L.C.



Suzanne Thomas
Legal Assistant

Enclosures

cc: Mystic Global Capital, Inc.

**REVOCATION OF DISSOLUTION
OF
TEAM AMERICA CAPITAL, INC.**

FILED
98 FEB 26 PM 12:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, pursuant to the provisions of section 607.1404, Florida Statutes, desiring to revoke the Articles of Dissolution of Team America Capital, Inc. (hereinafter the "Corporation"), does hereby sign, verify, and deliver to the Secretary of State of the state of Florida, a Revocation of Dissolution for the Corporation.

The Articles of Dissolution of the Corporation were originally filed and approved by the Florida Secretary of State on February 2, 1998.

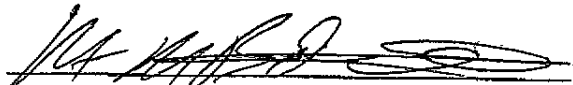
The Corporation hereby authorizes the Revocation of Dissolution of the Corporation.

The Revocation of Dissolution was authorized by the sole shareholder and sole director of the Corporation on the 23rd of February 1998. The number of votes cast for Revocation of Dissolution was sufficient for approval.

Revocation of Dissolution is permitted by action of the board of directors (consisting of one director) alone pursuant to the authorization of the sole shareholder.

The undersigned, acting in the capacity as the President and Sole Director, has executed the foregoing Revocation of Dissolution, and affirms and acknowledges, under penalty of perjury, that the facts contained herein are true.

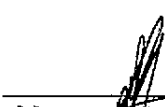
Signed this 25th day of February 1998.


Mervin M. Bodnarchuk, President, Director
and Sole Shareholder

 PROVINCE
~~State or Province of~~ BRITISH COLUMBIA
COUNTRY CANADA S.S.
County of CANADA

On this 25th day of February, 1998, before me personally appeared Mervin M. Bodnarchuk whose identity was proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to this instrument, and acknowledged that he executed the same.

L.S.


Notary Public

My commission expires

RONALD C. BAILEY
NOTARY PUBLIC

7950 Granville Street
Vancouver, B.C. V6P 4Z2
Telephone: 261-4265

PERMANENT COMMISSION

ARTICLES OF DISSOLUTION

FILED
98 FEB -2 AM 9:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

FIRST: The name of the corporation is: Team America Capital, Inc.

SECOND: The date dissolution was authorized: January 1, 1998

THIRD: Adoption of Dissolution (CHECK ONE)

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

☐ Dissolution was approved by vote of the shareholders through voting groups.

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

Marlas M. Rietow
(voting group)

Signed this 30 day of January, 19 98

Signature Marlas M. Rietow
(By the Chairman or Vice Chairman of the Board, President, or other officer)

Marlas M. Rietow
(Typed or printed name)

President and Sole Shareholder
(Title)