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July 30, 1998

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

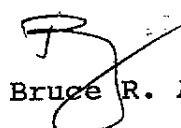
Re: Quailwak, Inc.

Dear Sirs:

Enclosed please find Articles of Dissolution for Quailwalk, Inc. Enclosed please find our firm's check made payable to the Secretary of State in the amount of \$35.

Please provide a copy of the filed Articles of Dissolution to the attention of the undersigned.

Sincerely,


Bruce R. Abernethy, Jr.

BRA/jlb
Enclosures

100002605871--8
-08/03/98--01098--011
*****35.00 *****35.00

Diss.
8-5-98
CC

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 AUG -3 AM 11:14

FILED

QUAILWALK, INC.
ARTICLES OF DISSOLUTION

QUAILWALK, INC., a Florida corporation, executes the following Articles of Dissolution pursuant to Section 607.1403 of the Florida Business Corporation Act:

1. The name of the Corporation is QUAILWALK, INC. (the "Company").

2. All of the Shareholders of the Company have approved the dissolution of the Company by written consent forms executed effective as of the date upon which these Articles of Dissolution have been executed, said dissolution to be effective as of the date upon which these Articles of Dissolution are filed with the Secretary of State.

3. Shareholder approval of the dissolution was unanimous.

EXECUTED this 28th day of July, 1998.

QUAILWALK, INC.

By: P. Copeland
Peter Copeland, President

FILED
AUG - 3 AM 11:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Province
STATE OF Ontario
COUNTY OF Waterloo

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared PETER COPELAND, who is known to be the President of QUAILWALK, INC. He is personally known to me or has produced valid identification and did take an oath, and he executed the foregoing instrument and acknowledged to and before me that he executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 28th day of July 1998.

NOTARY PUBLIC

Donald Andrew Thompson
PRINTED NAME OF NOTARY

NOTARY STAMP: