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Florida Department of State
Division of Corporations
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To: Division of Corporations
Fax Number : (850) 205-0380

From: Account Name : EMPIRE CORPORATE KIT COMPANY
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DISSOLUTION

CREIGHTON INVESTMENT COMPANY

Certificate of Status	0
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8/11/04



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

August 10, 2004

CREIGHTON INVESTMENT COMPANY
700 N.E. 26TH TERRACE
SUITE 300
MIAMI, FL 33137

SUBJECT: CREIGHTON INVESTMENT COMPANY
REF: K19224

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

PLEASE PROVIDE A COPY OF THE CORPORATE CONSENT OF SHAREHOLDERS AS MENTIONED ON PAGE 2 OF THE ARTICLES OF DISSOLUTION.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6906.

Darlene Connell
Document Specialist

FAX Aud. #: H04000163571
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ARTICLES OF DISSOLUTION

OF

CREIGHTON INVESTMENT COMPANY

Pursuant to the provisions of Section 607.1403 of the Florida General Corporation Act, the above-named Corporation adopts the following Articles of Dissolution for the purpose of dissolving the Corporation:

ARTICLE ONE
NAME

The name of the Corporation is "CREIGHTON INVESTMENT COMPANY"

ARTICLE TWO
OFFICERS

The name and address of its sole officer is:

<u>Name</u>	<u>Office</u>	<u>Address</u>
NELSON KNAPP	President, Vice President Secretary and Treasurer	1001 Brickell Bay Dr., Suite #2908 Miami, FL 33131

ARTICLE THREE
DIRECTORS

The name and address of its sole director are:

<u>Name</u>	<u>Address</u>
NELSON KNAPP	1001 Brickell Bay Dr., #2908 Miami, Florida 33131

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**ARTICLE FOUR
LIABILITIES**

All debts, obligations and liabilities of the Corporation have been paid or discharged or adequate provision has been made therefor.

**ARTICLE FIVE
DISTRIBUTION OF ASSETS**

All remaining property and assets of the Corporation have been distributed among the shareholders in accordance with their respective rights and interests.

**ARTICLE SIX
LEGAL ACTIONS**

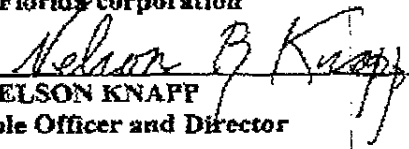
There are no actions pending against the Corporation in any court.

**ARTICLE SEVEN
ELECTION TO DISSOLVE**

A copy of the Corporate Consent of Shareholders to Dissolve, having been signed by all of the shareholders of the Corporation effective on the 28 day of July, 2004 is attached hereto.

DATED effective this 28 day of July, 2004.

**CREIGHTON INVESTMENT COMPANY,
a Florida corporation**


**NELSON KNAPP
Sole Officer and Director**

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JOINT WRITTEN CONSENT

OF SOLE DIRECTOR AND SOLE SHAREHOLDER

OF

CREIGHTON INVESTMENT COMPANY

The undersigned, constituting the Sole Director and the sole Shareholder of CREIGHTON INVESTMENT COMPANY, a Florida corporation, (the "Corporation") do hereby consent, pursuant to the Florida General Corporation Act, to the adoption of the following preambles and resolutions in lieu of a special joint meeting of the Board of Directors and Shareholder of the Corporation:

WHEREAS, VERSESINA ANSTALT, a Liechtenstein entity, is the owner of all 5,000 shares of the common stock of the Corporation, which constitute all of the issued and outstanding shares of the Corporation.

WHEREAS, the Corporation desires to adopt a Plan of Liquidation.

NOW, THEREFORE, BE IT RESOLVED, that the Plan of Liquidation of the Corporation in the form attached hereto, is hereby approved, ratified and adopted, thereby permitting the liquidation of the Corporation in accordance with §331 of the Internal Revenue Code, as amended (the "Code"), and the dissolution of the Corporation pursuant to Florida Statutes §607.1402; and

RESOLVED, that the President and Secretary of the Corporation be, and they are hereby authorized, empowered and directed in the name and on behalf of the Corporation, to take such additional action and to execute and deliver such additional agreements, documents and instruments as they may deem necessary or appropriate to implement the provisions of the foregoing resolutions.

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the authority for the taking of such action and the execution and delivery of such agreements, documents and instruments to be conclusively evidenced thereby.

IN WITNESS WHEREOF, the undersigned have executed this unanimous Joint Written Consent effective as of the 28 day of July, 2004.

CREIGHTON INVESTMENT COMPANY,
a Florida corporation

Nelson B. Knapp
NELSON KNAPP,
Sole Officer and Director

Sole Stockholder:

VERBESINA ANSTALT,
a Liechtenstein entity,

By: Eduardo Avella
EDUARDO AVELLA,
Authorized Representative

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