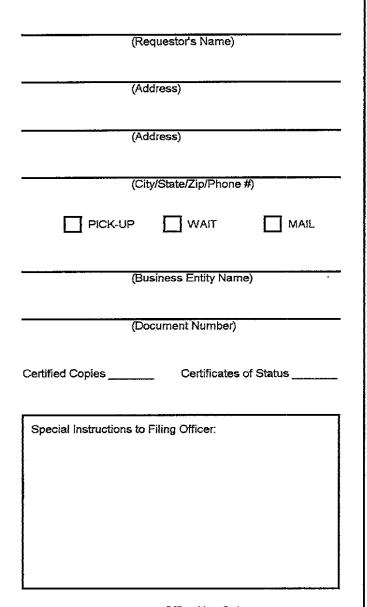
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CORELARY OF STATE

AND ANASSEE, FLORID.

JOHN C. RAYSON
ALSO ADMITTED IN ILLINOIS

LAW OFFICES OF

John C. Rayson

SECOND FLOOR

2400 EAST OAKLAND PARK BOULEVARD FORT LAUDERDALE, FLORIDA 33306 TELEPHONE (954) 566-8855 FAX (954) 566-8902 E-MAIL: rayson2000@aol.com LELAND H. RAYSON

March 27, 2003

Department of State Division of Corporations FILING SECTION PO Box 6327 Tallahassee, FL 32314

RE: B.A.R.S., Inc.

Dear Department of State:

Enclosed please find an original and one copy of articles of dissolution for the for profit Florida corporation, B.A.R.S., Inc.. Also enclosed is an original affidavit and one copy signed by the president of the dissolving for profit corporation stating that she does not intend to revoke the dissolution of the for profit corporation. The corporation wishes to incorporate as a non-profit Florida corporation under the same name, B.A.R.S., Inc. Therefore, enclosed are an original and one copy of articles of incorporation for B.A.R.S., Inc., a non-profit Florida corporation. Finally, enclosed please find my client's check in the amount of \$122.50 made payable to the Secretary of State representing the \$35.00 dissolution fee for the for profit corporation, \$8.75 for the certificate of status for the dissolved corporation; plus the following fees for the new non-profit corporation, B.A.R.S., Inc.: \$35.00 filing fee, \$35.00 for designation of registered agent and \$8.75 for certificate of status. Thank you for your immediate attention to this matter. Should you have any questions, kindly contact me.

ohn C. Rayson

Very truly yours,

JCR/kr enclosures

ARTICLES OF DISSOLUTION

Pursuant to 607.1401, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST:	The name of the Corporation is B.A.R.S., INC.	
SECOND:	The filing date of the articles of incorporation was 09/26/1988.	
THIRD:	(Check One)	
	None of the corporation's shares have been issued.	
	The corporation has not commenced business.	
FOURTH:	No debt of the corporation remains unpaid.	
FIFTH:	The net assets of the corporation remaining after winding up have to the shareholders, if shares were issued.	been distributed
SIXTH:	Adoption of Dissolution (Check One)	
Signed Signature	A majority of the incorporators authorized the dissolution. A majority of the directors authorized the dissolution. I this 27 day of March, 2003. by the chairman of vice chairman of the board, president or other officer - if there are no officers or directors, by an incorporator. Leona Stein Typed or printed name President Title	· · · · · · · · · · · · · · · · · · ·
		03 APR SECKET TALLAHA