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BOCA RATON, FLORIDA 33431

MEMBER: FLORIDA BAR NEW YORK BAR NEW YORK OFFICE

585 STEWART AVENUE GARDEN CITY, NY 11530 (5 (6) 745-6000

August 14, 2002

Florida Department of State *****25.00 *****25.00 Division of Corporations

Re: Atlantic Jewelry Source, LLC (Dissolution)

Dear Sirs/Mesdames:

Tallahassee, Florida 32314

P.O. Box 6327

I enclose Articles of Dissolution for the above limited liability company and a check to your or for \$25. representing the filing fee.

Kindly file the Articles of Dissolution and forward a receipt to the undersigned.

If there is any question concerning the content of the enclosed document, please call the undersigned collect. Thank you.

Very truly yours,

Theodore Daniels

td/mt 10178A

ARTICLES OF DISSOLUTION for ATLANTIC JEWELRY SOURCE, LLC

A Florida Limited Liability Company



- 1. The name of the Limited Liability Company is: Atlantic Jewelry Source, LLC.
- 2. The effective date of the Limited Liability Company's dissolution is May 15, 2002.
- 3. A description of the occurrence that resulted in the Limited Liability Company's dissolution pursuant to F.S. 608.44 is as follows:

Pursuant to the terms and condition of Article XII of the Operating Agreement of the Limited Liability Company, it may be dissolved by the written agreement of Members having an interest of at least seventy (70%) per cent of the Company. Such an agreement was heretofore executed by Members Victor Jamnik, Zvi Markowitz and Rami Cohen, who collectively have an interest greater than seventy (70%) in the Company.

- 4. Adequate provision has been made for the debts, obligations and liabilities of the Company pursuant to F.S. 608.4421
- 5. All remaining property and assets have been distributed among its Members in accordance with their respective rights and interests.
- 6. There are no suits pending against the Company in any court.

The following are the signatures of the Members having the same percentage of membership interests necessary to approve the dissolution.

Signature

Typed or Printed Name

Victor Jamnik

Zvi Markowitz

Rami Cohen

AGREEMENT TO DISSOLVE

WE, THE UNDERSIGNED, being members of Atlantic Jewelry Source, LLC, a Florida Limited Liability Company, owning collectively at least a seventy (70%) interest in said Company, hereby agree and direct that said Company shall dissolve effective May 15, 2002, pursuant to the laws of the state of Florida.

We hereby authorize the preparation, execution and filing of Articles of Dissolution for the Company effective as aforesaid.

This agreement is made in and shall be governed by the laws of the state of Florida.

This agreement may not be waived, changed or terminated orally.

IN WITNESS WHEREOF, the undersigned Members of the Company have affixed their signatures hereto, this 30 day of April, 2002.

Witnesses:

Lan coh

Romi cahn

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-Zvi Markowitz

Rami Cohen