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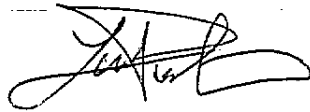
LES PERKINS
1734 S W 10TH COURT
PEMBROKE PINES, FL 33029
PHONE: 954-435-8456

August 11, 2001,

Enclosed is the Articles of Dissolution for a Florida Limited Liability Company

FILED
01 AUG 13 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Sincerely,



Les W Perkins

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-08/13/01--01129--001
*****25.00 *****25.00

LO1-4138



**ARTICLES OF DISSOLUTION
FOR
A FLORIDA LIMITED LIABILITY COMPANY**

ValuePack LLC

1. The name of the limited liability company is _____

2. The effective date of the limited liability company's dissolution is 6/30/2001

3. A description of the occurrence that resulted in the limited liability company's dissolution pursuant to Section 608.441, Florida Statutes, (copy of 608.441 on back of cover letter).

After assessing the local market for gumball type machines and trying to place them, we have found that the market is saturated. We have not successfully placed one machine to date. We have also found that for the number of machines we had to place, that the county and city licensing requirements make it cost prohibitive.

4. CHECK ONE:

- All debts, obligations and liabilities of the limited liability company have been paid or discharged.
-OR-
- Adequate provision has been made for the debts, obligations and liabilities pursuant to s. 608.441.

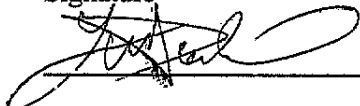
5. All remaining property and assets have been distributed among its members in accordance with their respective rights and interests.

6. CHECK ONE:

- There are no suits pending against the company in any court.
-OR-
- Adequate provision has been made for the satisfaction of any judgment, order or decree, which may be entered against it in any pending suit.

Signatures of the members having the same percentage of membership interests necessary to approve the dissolution:

Signature



Typed or Printed name

Les Perkins

FILED
01 AUG 13 PM 3:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA