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CHARLES M. KELLY, JR.

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Master of Laws in Estate Planning Certified Public Accountant

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and Estates Lawyer

L0/832 June 21, 2002

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CURTIS B. CASSNER

Also Certified Public Accountant

Licensed in the State of Ohio

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

RE: GMDC, INC./ ARTICLES OF DISSOLUTION

Dear Sir or Madam:

Enclosed for filing, please find Articles of Dissolution for GMDC, Inc. I have enclosed a check in the amount of \$43.75 to cover the filing and certified copy fee.

Should you have any questions or need additional information, please feel free to call me.

Sincerely yours,

Charles M. Kelly, J.

j:Transmittal of Articles of Dissolution to

CMK/abt Enclosures

Kathleen C. Passidomo e-mail - kpassi@aol.com

ARTICLES OF DISSOLUTION

 $Pursuant\ to\ section\ 607.143,\ Florida\ Statues,\ this\ Florida\ profit\ corporation\ submits\ the\ following\ articles\ of\ dissolution:$

FIRST:	The	name of the corporation is:
		GMDC, Inc.
SECOND:	The	date dissolution was authorized: April 29, 2002
THIRD:	Adoj	ption of Dissolution (Check one)
	⊠	Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.
		Dissolution was approved by vote of the shareholders through voting groups.
		The following statement must be separately provided for each voting group entitled to vote separately on the plan to dissolve:
		The number of votes cast for dissolution as sufficient for approval by
		(voting group)
		Signed this 29 day of April, 2002.
Signature_		MMDMZ
		(By the Chairman or Vice Chairman of the Board, President, or other officer)
		MARK A. DEVOE (Typed or printed name)
		Director
		(Title)

j:Articles of Dissolution