

FROM

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(TUE) 10. 29. 04 9:45/91. 9:45/10. 486254114/2

Florida Department of State
Division of Corporations
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2004 OCT 26 A 8:30

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATIONS

LIMITED LIABILITY DISSOLUTION

SIMANGO INDUSTRIES, LLC

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FROM

(TUE) 10. 26 ' 04 9:46/ST. 9:45/NO. 4863354114 P 2

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ARTICLES OF DISSOLUTION

2004 OCT 26 A 8:30

FOR

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SIMANGO INDUSTRIES, LLC

SIMANGO INDUSTRIES, LLC, a Florida limited liability company, hereby files these Articles of Dissolution in accordance with the provisions of Section 608.445, Florida Statutes

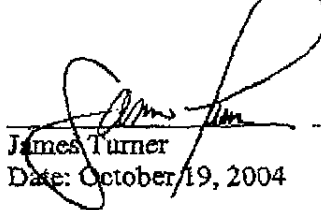
1. The name of the limited liability company is: SIMANGO INDUSTRIES, LLC. The Document Number of this limited liability company is L02000009709
2. The effective date of the limited liability company's dissolution is the later of (i) October 19, 2004 or (ii) acceptance of this filing by the Florida Secretary of State.
3. The dissolution of the company has been approved by unanimous written consent of all of the members of the company as of October 19, 2004, pursuant to Section 608.441, Florida Statutes.
4. All debts, obligations and liabilities of the limited liability company have been paid or discharged, or adequate provision therefor has been made in accordance with Section 608.4421, Florida Statutes.
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.

IN WITNESS WHEREOF, these Articles of Dissolution have been executed by the undersigned, constituting all of the members of the Company, and having the percentage of membership interest necessary to approve the dissolution.



Jason Brooks

Date: October 19, 2004



James Turner

Date: October 19, 2004

FROM

(TUE) 10:26'04 9:46/ST. 9:45/NO. 4863354114 P 3

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**PLAN OF LIQUIDATION
OF
SIMANGO INDUSTRIES, LLC**

2004 OCT 26 A 8:30

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WHEREAS, it is deemed advisable and in the best interest of SIMANGO INDUSTRIES, LLC (formerly known as ECM FINANCIAL SERVICES, LLC) (the "Company") and its Members to wind up the affairs of the Company and completely liquidate the Company through distribution by it as soon as reasonably practicable following the adoption of this Plan of all of its assets in complete liquidation.

NOW, THEREFORE, the following Plan of Liquidation is adopted by the Managers and Members of the Company:

1. The Managers of the Company are hereby authorized to pay all of the Company's debts and expenses and settle any contingent claims, setting aside any reasonable amount in cash or other property which the Managers of the Company deem necessary to meet any contingent claims, liabilities, or expenses expected to arise.


2. All of the assets of the Company remaining after the payment of claims, liabilities and expenses of the Company shall be distributed in kind to, or on behalf of, the Members as soon as reasonably practicable following the date of adoption of this Plan in accordance with this Plan of complete liquidation.

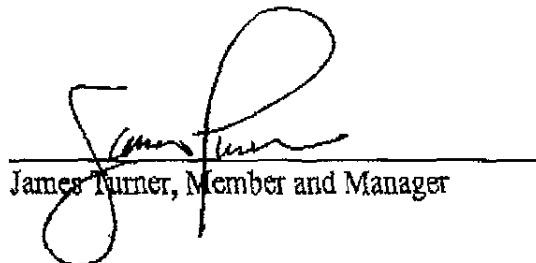
3. The officers of the Company are authorized and directed to perform such acts and deeds to carry out the purposes of this Plan and to completely liquidate the Company as soon as reasonably practicable following the date of adoption of this Plan of Liquidation in an orderly manner, and the Managers are expressly authorized to execute any contracts, deeds, bills of sale or any other legal instruments or documents necessary or desirable to effectuate the liquidation and to consummate this Plan of Liquidation.

4. Upon distribution of all of the assets of the Company in complete liquidation, the officers of the Company shall instruct the Company's accountants to close the books of the Company and to prepare and file a final federal income tax return on its behalf.

5. The Company shall cause its attorneys to file Articles of Dissolution with the Florida Secretary of State to be effective on October 19, 2004.

Adopted by the Managers and the Members of the Company, effective as of October 19, 2004.


Jason Brooks, Member and Manager


James Turner, Member and Manager