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DIVISION OF CORPORATE
03 DEC 22 AM 10:22



Environmental Group

December 19, 2003

State of Florida
Amendment Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

Tel: (850) 245-6050

Re: Articles of Dissolution for RGF Marketing Group, L.L.C. a Florida Limited Liability Company

Dear Madam/Sirs:

Enclosed herewith please find the Articles of Dissolution submitted in behalf of the members of **RGF Marketing Group, L.L.C.** A limited liability corporation. Also enclosed is a check in the amount of Sixty dollars and 00/100 (\$60.00) made payable to the Department of State. Kindly file this Dissolution before December 30, 2003 and **prior to the Articles for Merger for RGF Environmental Group, Inc.** also enclosed in this package.

The Fees are for the following:

Filing Fee: \$25.00

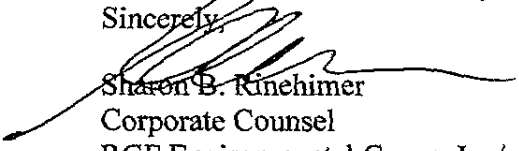
Certified Copy: \$30.00

Certificate of Status \$5.00

Total: \$60.00

Should you have any questions with the enclosures please call the undersigned at 561-848-1826 ext. 20. Thank you for your kind assistance in this matter.

Sincerely,


Sharon B. Kinehimer
Corporate Counsel
RGF Environmental Group, Inc/
Fla. Bar No. 354872

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**ARTICLES OF DISSOLUTION
FOR
RGF MARKETING GROUP, L.L.C.
(A FLORIDA LIMITED LIABILITY COMPANY)**

The undersigned, Ronald G. Fink, President of RGF Advanced Oxidation Systems, Inc. *member* and Richard Hill, President of Hill Marketing Inc. *member* do hereby make , subscribe and file these Articles of Dissolution for the purpose of dissolving said limited liability company.

FIRST:

The name of the limited liability company is RGF Marketing Group, L.L.C.

SECOND:

The effective date of the limited liability company's dissolution is December 30, 2003.

THIRD:

Pursuant to chapter 608.441 F.S. all of the members herein have given unanimous written consent for the company to be dissolved and for the affair's to be expeditiously concluded if any.

FOURTH:

Any and all debts, obligations and liabilities of the limited liability company herein have been paid in full or discharged.

FIFTH:

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

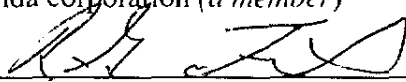
SIXTH:

There are no lawsuits pending against the company in any court.


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IN WITNESS WHEREOF, the undersigned members hereby execute this dissolution on this 19th day of December and hereby state under penalty of perjury that the facts as stated herein above are true and correct.

RGF Advanced Oxidation Systems, Inc.
a Florida corporation (*a member*)

By: 
Ronald G. Fink, it's President

Hill Marketing, Inc.
a Florida corporation (*a member*)

By: 
Richard Hill, it's President

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