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(Business Entity Name)

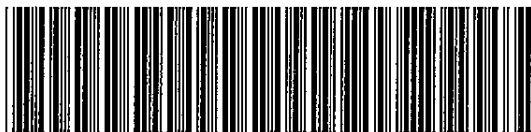
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CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 571869 4336650

AUTHORIZATION :

COST LIMIT : \$ 55.00

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ORDER DATE : August 30, 2005

ORDER TIME : 5:45 PM

ORDER NO. : 571869-005

CUSTOMER NO: 4336650

CUSTOMER: Ms. Maria Vega  
Baker & Mckenzie  
Suite 1700  
1111 Brickell Avenue  
Miami, FL 33131

DOMESTIC FILINGS

NAME: CIMENTO TUPI SHIPPING, LLC

XX ARTICLES OF DISSOLUTION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Kelly Courtney - Ext# 2916

EXAMINER'S INITIALS: \_\_\_\_\_


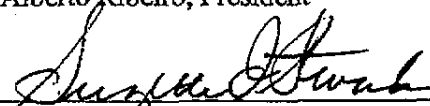
**ARTICLES OF DISSOLUTION  
OF  
CIMENTO TUPI SHIPPING, LLC**

Pursuant to the provisions of Sections 608.441, 608.445 and 608.446 of the Florida Limited Liability Company Act, Cimento Tupi Shipping, LLC, a Florida limited liability company (the "Company") hereby adopts the following Articles of Dissolution and certifies the following information for the purposes of dissolving the Company:

1. The name of the Company as currently filed with the Department of State is Cimento Tupi Shipping, LLC.
2. The file date of the Company's Articles of Organization was December 10, 2003.
3. The effective date of the Company's dissolution will be the date that the Articles of Dissolution are filed with the Department of State.
4. The Company is dissolving with the unanimous consent of its members.
5. All debts, obligations, and liabilities of the Company have been paid or discharged.
6. All remaining property of the Company has been distributed to the Company's members in accordance with their respective rights and interests.
7. There are no suits pending against the Company in any court.

**IN WITNESS WHEREOF**, the undersigned being all of the members of CIMENTO TUPI SHIPPING, LLC, have executed these Articles of Dissolution on behalf of the Company as of the 1st day of July 2005.

Cimento Tupi Americas, Inc., a Florida corporation

By:   
Alberto Ribeiro, President  
  
Suzette Steward

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