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SHARP & ASSOCIATES, P.A. ATTORNEYS AT LAW

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September 20, 2006

By Federal Express: 7980 0299 8200

Amendment Section Division of Corporations Clifton Building 2661 Executive Center Circle Tallahassee, FL 32314

Re: Dissolution of P & P Franchising, L.L.C.

To whom it may concern:

Please find enclosed the Articles of Dissolution and a check in the amount of \$60.00 (\$25.00 filing fee, \$30.00 certified copy fee and \$5.00 certificate of status fee) for P & P Franchising, L.L.C., a Florida limited liability company (the "Company"), requesting the dissolution of the Company as of September 22, 2006. Please return all correspondence concerning the dissolution of the Company to my attention at the address listed above.

If there are any questions or concerns regarding this matter, please do not hesitate to contact me.

Yours very truly,

Sherwin P. Simmons, II

SPS/dm/lem Enclosure

ARTICLES OF DISSOLUTION

FOR

P & P FRANCHISING, L.L.C.

Pursuant to the provisions of Sections 608.445 of the Florida Statutes, the undersigned Florida limited liability company hereby adopts the following Articles of Dissolution:

ARTICLE I - NAME OF COMPANY

The name of the company is P & P Franchising, L.L.C. (the "Company").

ARTICLE II - EFFECTIVE DATE OF DISSOLUTION

The effective date of the Company's dissolution is September 22, 2006.

ARTICLE III - APPROVAL OF DISSOLUTION

Pursuant to Section 608.441 of the Florida Statutes and the Company's Operating Agreement, the dissolution was approved by written consent of all of the Members of the Company.

ARTICLE IV - PROVISION FOR LIABILITIES

All debts, obligations and liabilities of the Company have been paid or discharged.

ARTICLE V - DISTRIBUTION OF ASSETS

All remaining property and assets of the Company have been distributed among its Members in accordance with their respective rights and interests.

ARTICLE VI - PENDING SUITS

There are no suits pending against the Company in any court.

Dated the 9th day of May, 2006.

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Signatures of the Members having the same percentage of Membership interests necessary to approve the dissolution:

Nicole Perez

Elias Perez

Diego Prida

Rosalina Trucha de Prida

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