Florida Department of State

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Account Name : NASH & KROMASH, LLP

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LLC DISSOLUTION OR WITHDRAWAL MATKEV, LLC

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A. LUNT

APR 13 2010

EXAMINER

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ARTICLES OF DISSOLUTION OF MATKEY, LLC

MatKev, LLC, a Florida limited liability company, executes the following Articles

Dissolution under §608.445 of the Florida Limited Liability Company Act:

ARTICLE I

The name of the limited liability company is: MatKey, LLC (the "Company").

ARTICLE II

NAME OF LIMITED LIABILITY COMPANY

DATE ARTICLES OF ORGANIZATION WERE FILED

The Articles of Organization were filed on December 6, 2006, and assigned document number L06000116721.

ARTICLE III

EFFECTIVE DATE OF DISSOLUTION

The dissolution was approved on the 1" day of April, 2011.

ARTICLE IV

OCCURRENCE THAT RESULTED IN DISSOLUTION

Written consent of all of the Members of the Company resulted in the Company's dissolution under §608.441 of the Florida Limited Liability Company Act.

ARTICLE V

DEBTS, OBLIGATIONS, AND LIABILITIES

All debts, obligations, and liabilities of the Company have been paid or discharged, or adequate provision has been made therefor under §608,4421 of the Florida Limited Liability Company Act.

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ARTICLE VI

DISTRIBUTION OF THE REMAINING PROPERTY

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

ARTICLE VII

PENDING LAWSUITS

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

IN WITNESS WHEREOF, we have signed these Articles of Organization and acknowledged them to be our act this _____ day of April, 2011.

SOLE MEMBER:

Paul T. Falkler

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ACTION PURSUANT TO WRITTEN CONSENT IN LIEU OF MEETING OF THE MEMBERS OF MATKEY, LLC

The undersigned, constituting the sole Member of MatKev, LLC, a limited liability company organized and existing under the laws of the State of Florida (the "Company"), hereby consents in writing to the adoption of the following resolution in lieu of a meeting of the Members of the Company, as allowed by the laws of the State of Florida, and in accordance with the Articles of Organization and Operating Agreement of the Company, effective April 1, 2011:

"RESOLVED, that it is deemed desirable, in the judgment of the sole Member of the Company, and for the benefit of the Company, that the Company should be dissolved, and an action pursuant to written consent in lieu of meeting of the Members is signed effective April 1, 2011, authorizing the sole Member to execute Articles of Dissolution of the Company."

SOLE MEMBER:

Paul T Falkler

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