LASSES BERGER, P.A.

SUITE 1707 NEW WORLD TOWER
100 NORTH BISCAYNE BOULEVARD
MIAMI, FLORIDA 33132

JEFFREY A. BERNSTEIN DAVID S. BERGER

January 13, 1997

TELEPHONE 371-4555 AREA CODE 305 FAX 374-1789

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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RE: Mani Import Export, Inc. Document No: L25683 (8)

Gentlemen:

Enclosed you will please find the original and one copy of the Articles of Dissolution for the above referenced corporation and my check in the amount of \$35. Please file these articles and provide a conformed copy to this office in the enclosed stamped, self-addressed envelope-

Thank you for your attention to this matter.

Very truly yours,

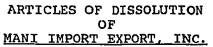
LAW OFFICES OF BERNSTEIN & BERGER

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JEFFREY A. BERNSTEIN, ESQ.

97 JAN 29 AN 10: 57
SECRETARY OF STATE
SECRETARY OF STATE

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Pursuant to the provisions of Section 607.267 of the FloFida General Corporation Act, the undersigned corporation adopts the following Articles of Dissolution for the purpose of dissolving the

- 1. The name of the corporation is MANI IMPORT EXPORT, INC.
- 2. The names and respective addresses of the officers of the corporation are as follows:

NAME	OFFICE	ADDRESS
Tara Patel	President and Treasurer	6418 S.W. 95 Avenue Miami, FL 33173
Jaymati Patidar	Vice President and Secretary	6418 S.W. 95 Avenue Miami, FL 33173

corporation:

3. The names and respective addresses of the directors of the corporation are as follows:

NAME	ADDRESS	
Tara Patel	President and Treasurer	6418 S.W. 95 Avenue Miami, FL 33173
Jaymati Patidar	Vice President and Secretary	6418 S.W. 95 Avenue Miami, FL 33173

- 4. All liabilities and obligations of the corporation have been paid and discharged.
- 5. All the property and assets of the corporation remaining after the payment of all debts, obligations and liabilities of the corporation, have been distributed to its shareholders in accordance with their rights and interests.

DATED January 13, 1997.

MANI IMPORT EXPORT, INC.

BY Talk Patt TARA PATEL, as President

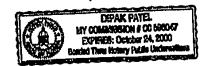
ATTEST:

JAYMATI PATIDAR, as Secretary

SWORN to and SUBSCRIBED before me this ______ day of January 1997 by Tara Patel and Jaymati Patidar, as President and Secretary, respectively, of MANI IMPORT EXPORT, INC., who are personally known to me or who produced as identification and who did take an oath.

NOTARY PUBLIC, STATE OF FLORIDA

MY COMMISSION EXPIRES:



CERTIFICATE OF RESOLUTION

I, TARA PATEL, as Secretary, of MANI IMPORT EXPORT, INC. herein certify that the following resolution was adopted by the Board of Directors, submitted to a vote of the shareholders at a duly noticed meeting, and unanimously adopted by the shareholders at such meeting on January 13, 1997 all in accordance with Florida Statutes:

RESOLVED, that the corporation should be dissolved effective January 13, 1997 and the corporation shall conduct no further business after that date. All appropriate officers of the corporation are authorized and directed to take such further action as may be necessary or appropriate to carry out the intent of this resolution.

SECRETARY