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JONATHAN FEUERMAN
ELLEN ROSE
FRED R. STANTON

January 9, 1998

**CERTIFIED MAIL
RETURN RECEIPT REQUESTED**

Secretary of State
Division of Corporations
State of Florida
Post Office Box 6327
Tallahassee, Florida 32314

Re: Oxford Business Associates, Inc.
Our File No. 900245

000002398920--5

-01/13/98--01098--009

*****87.50 *****43.75

87.50

Dear Sir/Madam:

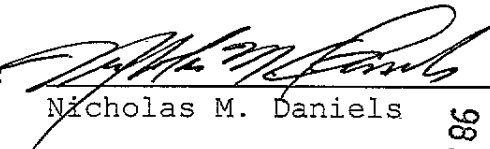
We enclose herein two (2) original Articles of Dissolution instruments for the captioned corporation for filing with the Secretary of State. Our check in the amount of \$87.50 is enclosed to cover the cost of filing and the certified copy. Please return the certified copy to our office in the self-addressed, stamped envelope provided for your convenience.

With kindest regards,

Very truly yours,

Therrel Baisden, P.A.

By:


Nicholas M. Daniels

NMD:lc
Encl.
cc: Martha Hamilton

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Diss.

01-14-98

cc

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JAN 13 PM 2:56

ARTICLES OF DISSOLUTION
OF
OXFORD BUSINESS ASSOCIATES, INC.
a Florida corporation

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JAN 13 PM 2:56

1. The name of the Corporation is OXFORD BUSINESS ASSOCIATES, INC.

2. The name and address of its Officers are:

MARTHA HAMILTON - President, Secretary,
10155 Collins Avenue, #506 and Treasurer
Bal Harbour, FL 33154

3. The name and address of the Director of the Corporation is:

MARTHA HAMILTON - President, Secretary,
10155 Collins Avenue, #506 and Treasurer
Bal Harbour, FL 33154

4. All debts, obligations and liabilities of the Corporation have been paid or discharged or adequate provision has been made therefor.

5. All the remaining property and assets of the Corporation have been distributed to the sole Shareholder as set forth on the Written Consent attached hereto as Exhibit "A", and made a part hereof.

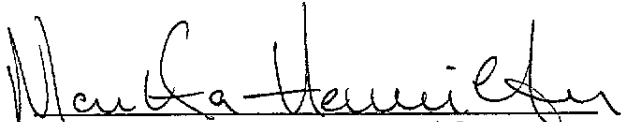
6. There are no actions pending against the Corporation in any court. Further, the Corporation has no intention of revoking this voluntary dissolution, and the Corporation's name is immediately available for use by any other corporation.

7. Dissolution of the Corporation was approved by the sole Shareholder on December 10, 1997.

8. The dissolution was approved by the sole Shareholder and such vote was sufficient for dissolution. The Written Consent to

Dissolve signed by the sole Shareholder is attached hereto as Exhibit A.

DATED: January 9 1998.


MARTHA HAMILTON, President &
Secretary


STATE OF FLORIDA:

SS:

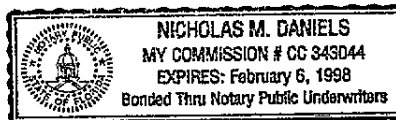
COUNTY OF DADE:

The foregoing instrument was acknowledged before me this 9th
day of January, 1998 by MARTHA HAMILTON, President and
Secretary of OXFORD BUSINESS ASSOCIATES, INC. a Florida
corporation, who is personally known to me ~~or who has produced~~
as identification.

NICHOLAS M. DANIELS
Notary Public, State of Florida
at Large


Type/Print/or Stamp Name of Notary

My Commission Expires:



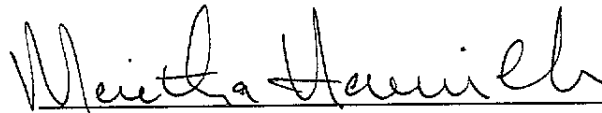
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CONSENT OF THE SOLE SHAREHOLDER
TO THE DISSOLUTION OF
OXFORD BUSINESS ASSOCIATES, INC.,
a Florida corporation

The undersigned, being the sole Shareholder of OXFORD BUSINESS ASSOCIATES, INC., a Florida corporation, does hereby consent to the liquidation and dissolution of the Corporation in accordance with a Joint Written Action of the sole Shareholder and Director dated the 10th day of DECEMBER, 1997, authorizing the Plan of Liquidation and Dissolution.

DATED: DECEMBER 10, 1997

SHAREHOLDER:


MARTHA HAMILTON 100% Stock
Ownership

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EXHIBIT "A"