

Love Art, Inc.  
1060 NE 203 Lane  
North Miami Beach, FL 33179

**L 58305**

*fat*

*305-592-7488*

November 9, 1999

Secretary of State  
Division of Corporations  
409 East Gaines St  
Tallahassee, FL 32399

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-11/15/99--01096--008  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Re: Love Art, Inc.  
Fed ID# 65-0182570  
Fla Document # L58305

EFFECTIVE DATE  
12-31-99

Dear Sir:

Enclosed please find Articles of Dissolution, with photocopies of same attached thereto, for the above referenced corporation. Also enclosed is our check in the amount of \$35.00 representing your filing fee.

Kindly file said articles and return the certified copy to the attention of the undersigned at the address indicated above.

Thank your for your attention to this matter.

Very truly yours,

*Miryam Adatto*  
Miryam Adatto  
Secretary

Enclosures

*Emilio & Miryam Adatto*  
GAVE

AUTHORIZATION BY PHONE TO

CORRECT *Corporate name in 1st paragraph*  
DATE *11-22-99* *of 1st page*

DOC EXAM *Anna Chesnut*

**FILED**  
99 NOV 15 AM 9:18  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

EFFECTIVE DATE  
12-31-99

ARTICLES OF DISSOLUTIONS

OF

LOVE ART, INC.

Pursuant to Florida Statutes Section 607.1403, **LOVE ART, INC.**, a Florida corporation, hereby adopts and files with the Department of State these Articles of Dissolution.

ARTICLE I

The name of the corporation to be dissolved is Love Art, Inc., a Florida corporation (the "Corporation").

ARTICLE II

The dissolution was approved by unanimous written consent of all the shareholders and directors pursuant to section 607.1402 of the Florida Statutes, on November 8, 1999 and such dissolution is to be effective as of December 31, 1999.

IN WITNESS WHEREOF, these Articles of Dissolution have been executed this 8 day of November, 1999, to be effective as of December 31, 1999.

Love Art, Inc.

*Miryam Adatto*

Miryam Adatto  
President

**FILED**  
99 NOV 15 AM 9:18  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

WRITTEN CONSENT OF ALL THE  
SHAREHOLDERS AND DIRECTORS OF  
LOVE ART, INC.  
A FLORIDA CORPORATION  
IN LIEU OF A SPECIAL MEETING

The undersigned, constituting all of the Shareholders and Directors of Love Art, Inc., a Florida corporation (the "Corporation") hereby adopt the following resolutions in lieu of holding a special meeting in accordance with Florida Statutes 607.0704 and 607.0821.

RESOLVED, the Directors of the Corporation hereby recommend and the Shareholders of the Shareholders of the Corporation hereby adopt such recommendation that the Corporation be dissolved in accordance with Florida Statutes 607.1402 and that the Articles of Dissolution, in accordance with Florida Statutes 607.1403 be filed with the Secretary of State of the State of Florida.

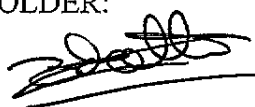
RESOLVED, that the officers of the Corporation are authorized and directed to cease the business operations of the Corporation, except for those operations which may be necessary for the winding up of corporate matters;


RESOLVED, that the President and Secretary of the Corporation are authorized and directed to execute and to file Articles of Dissolution with the Secretary of State of Florida to effect the Corporation's complete dissolution; and

RESOLVED, that the President of the Corporation is authorized and directed to execute, on behalf of the corporation, any and all other documents which may be necessary to effect the liquidation and dissolution of the Corporation.

IN WITNESS WHEREOF, the undersigned Shareholders and Directors of the Corporation have executed this written consent this 8 day of November, 1999.

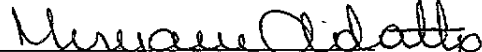
STOCKHOLDER:

By:   
Emilio Adatto

By:   
Miryam Adatto

DIRECTOR:

By:   
Emilio Adatto

By:   
Miryam Adatto

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NOV 15 AM 9:18  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA