



L9500000403

ACCOUNT NO. : 072100000032

REFERENCE : 443272 7113640

AUTHORIZATION : Patricia Pzyth

COST LIMIT : \$ 52.50

ORDER DATE : June 26, 1997

ORDER TIME : 10:29 AM

ORDER NO. : 443272-005

CUSTOMER NO: 7113640

100002224911--3

CUSTOMER: Mr. Paul Vincenti
Aerosoles
201 Meadow Road
Edison, NJ 08817

DOMESTIC FILINGS

NAME: SOUTH FLORIDA FOOTWEAR, L.C.

XX ARTICLES OF DISSOLUTION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
XX PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS:

U. S. DEPT. OF STATE	6/30/97
SECRETARY OF STATE	DOIL
TALLAHASSEE, FLORIDA	DOIL
W.P. V. J. G. R.	DOIL

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97 JUN 27 AM 10:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
97 JUN 27 PM 12:15
DIVISION OF CORPORATION

ARTICLES OF DISSOLUTION
FOR
SOUTH FLORIDA FOOTWEAR, L.C.

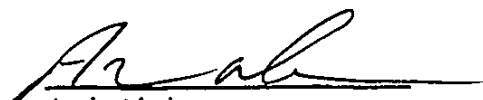
FILED
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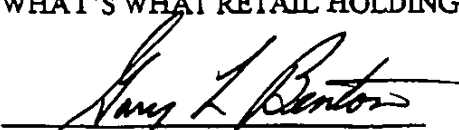
1. The name of the limited liability company is South Florida Footwear, L.C.
2. The effective date of the limited liability company's dissolution is **September 30th, 1997.**
3. Pursuant to Section 608.441, Florida Statutes, the limited liability company is being dissolved by the unanimous written agreement of all members.
4. All debts and obligations and liabilities of the limited liability company have been paid or discharged.
5. All remaining property and assets have been distributed among its members in accordance with their respective rights and interests.
6. There are no suits pending against the company in any court.

Signatures of all members:

M&R INT'L CORP

WHAT'S WHAT RETAIL HOLDINGS, INC.


Amir Almir
President


Gary Benton
President