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2004 SEP -8 P 1:01

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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(City/State/Zip/Phone #)

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(Business Entity Name)

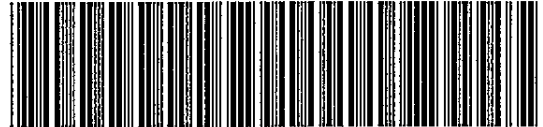
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SKYTHEATER ENTERTAINMENT SYSTEMS LLC

**c/o 2450 Hollywood Boulevard
Suite 100
Hollywood, Florida 33020**

FILED

2004 SEP -8 P 1:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

September 7, 2004

**VIA AIRBORNE EXPRESS
AIRBILL NO.: 8158648116**

Secretary of State
Corporation Division
409 East Gaines Street
Tallahassee, Florida 32399

**Re: Filing of Articles of Dissolution of
SKYTHEATER ENTERTAINMENT
SYSTEMS LLC**

Dear Sir/Madam:

Enclosed herewith are the Articles of Dissolution for SKYTHEATER ENTERTAINMENT SYSTEMS LLC and the undersigned's check in the amount of \$25.00. Please file the Articles of Dissolution as follows:

Filing Fees: \$ 25.00

We thank you in advance for your prompt attention regarding this matter. If you have any questions or problems with the enclosed documents, please contact the undersigned at the telephone number listed below.

Very truly yours,

LAW OFFICE OF MORRIE I. LEVINE

By: Morrie I. Levine
MORRIE I. LEVINE, ESQ.
(954) 925-9000

ARTICLES OF DISSOLUTION

-of-

SKYTHEATER ENTERTAINMENT SYSTEMS LLC

(A Florida Limited Liability Company)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WE THE UNDERSIGNED, hereby execute this document for the purposes of dissolving a limited liability company under the Laws of the State of Florida, by and under the provisions of the Statutes of the said State of Florida.

ARTICLE I

The name of this limited liability company was:

SKYTHEATER ENTERTAINMENT SYSTEMS LLC

ARTICLE II

The members of the limited liability company met on July 19, 2004 and voted on that day to dissolve the limited liability company effective as of that date as permitted under the laws of the United States and the State of Florida and that the only activities of the limited liability company thereafter would be for the sole purpose of winding up the limited liability company.

**Articles of Dissolution
SkyTheater Entertainment Systems LLC
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TALLAHASSEE, FLORIDA

ARTICLE III

This limited liability company ceased to exist as of July 19, 2004, or as soon as permitted to be dissolved according to law.

ARTICLE IV

The event that occurred that resulted in the dissolution of the limited liability company pursuant to Florida Statutes Sec. 608.441(1)(b) was the vote taken on July 19, 2004 to dissolve the limited liability company as stated in the Articles of Organization of the limited liability company.

ARTICLE V

All debts, obligations, and liabilities of the limited liability company have been paid or discharged, or adequate provision has been made therefore pursuant to Florida Statutes Sec. 608.4421.

**Articles of Dissolution
SkyTheater Entertainment Systems LLC
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TALLAHASSEE, FLORIDA

ARTICLE VI


All remaining property and assets of the limited liability company have been distributed among the members of the limited liability company in accordance with their respective rights and interests.

ARTICLE VII

Currently there are no lawsuits pending against the limited liability company in any court or adequate provision has been made for the satisfaction of any judgment, order, or decree which may be entered against the limited liability company in any pending lawsuit.

IN WITNESS WHEREOF, the undersigned SkyTheater, Inc. (as Manager and Member) by and through its president, Gregg R. Launer, has hereunto set his hand and seal this 7th day of September, 2004.

SkyTheater, Inc.

By: 
GREGG R. LAUNER – Pres.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA)
)
COUNTY OF BROWARD) S.S.

BEFORE ME, the undersigned Notary Public of the State of Florida personally appeared, Gregg R. Launer, as President of SkyTheater, Inc., who executed the foregoing Articles of Dissolution and is to me known to be the person described therein or has produced a Florida Driver's License as identification and who took an oath.

WITNESS my hand and official seal this 7th day of September, 2004.

My Commission Expires:



Morrie I. Levine
My Commission DD143864
Expires October 15, 2006

Morrie I. Levine
NOTARY PUBLIC – Signature
Notary Public, State of Florida

MORRIE I. LEVINE
NOTARY PUBLIC - Print Name