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AMERICAN TELNET
855 S.W. 78th Avenue
Plantation, FL 33324

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-10/05/98--01059--002
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NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input checked="" type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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 98 OCT -5 PM 3:07
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

OCT 7 1998

**ARTICLES OF DISSOLUTION
OF
AUDIOTEXT COMMUNICATION /, INC.
NETWORK**

The undersigned, being the President of AUDIOTEXT COMMUNICATION /, INC., a
NETWORK
Florida corporation (the "Corporation"), desiring to dissolve the Corporation in accordance with
the Florida Business Corporation Act, hereby submits the following:

ARTICLE I

The name of the corporation is AUDIOTEXT COMMUNICATION /, INC.
NETWORK

ARTICLE II

The dissolution was authorized on September 22, 1998.

ARTICLE III

The dissolution was approved by written consent of a majority of the shareholders of the Corporation on July 31, 1998 in accordance with the provisions of Section 607.0704 and 607.1402(6) of the Florida Statutes, which was sufficient for approval.

ARTICLE IV

These Articles of Dissolution shall be effective upon filing with the Secretary of State.

The undersigned President, for the purpose of dissolving AUDIOTEXT
COMMUNICATION /, INC. under the laws of the State of Florida, has executed these Articles of
NETWORK
Dissolution as of this 29th day of September, 1998.


MICHAEL ABRAHAM PARDES
President

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TALLAHASSEE, FLORIDA