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April 8, 2000

Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, Florida 32314

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*****30.00 *****30.00

To whom it may concern,

Please find an original and a copy of the articles of dissolution for CyberHoldings, L.L.C., enclosed, together with our check in the amount of \$30.00 as payment for filing and a certificate of status. Should you have any questions in this regard, please do not hesitate to contact me at your convenience.

Very truly yours,

Mark R. Dolan

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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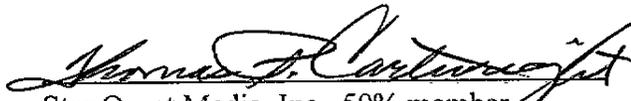
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**ARTICLES OF DISSOLUTION
FOR A FLORIDA LIMITED LIABILITY COMPANY**

1. The name of the limited liability company is CYBERHOLDINGS, L.L.C.
2. The effective date of the limited liability company's dissolution is 2/29/00.
3. A description of the occurrence that resulted in the limited liability company's dissolution pursuant to section 608.441 F.S. is: UPON THE WRITTEN CONSENT OF ALL OF THE MEMBERS OF CYBERHOLDINGS, L.L.C.
4. All debts, 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 the members have the same percentage of ownership interests necessary to approve the dissolution.


Star Quest Media, Inc., 50% member
By: Thomas P. Cartwright, its President

2/29/00
Date


Web Advertising Group, Inc., 50% member
By Mark R. Dolan, its President

2/29/00
Date

FILING FEE \$25.00

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