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March 3, 1999

Division of Corporations Post Office Box 6327 Tallahassee. FL 32314

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RE: Party Basket, Inc.

Dear Sir or Madam:

I am enclosing a Corporate Action by the Board of Directors and Shareholders o Party Basket, Inc. and Articles of Dissolution for filing. Also enclosed is a check in the amount of \$43.75 which represents the \$35.00 filing fee plus \$8.75 for a certified copy to be returned to the undersigned.

Thank you for your consideration.

Very truly yours,

Assistant to Todd S. Payı

Carole Morton Assistant to Todd S. Payne 99 MAR -5 AM 9: 34
SECRETARY OF STATE
AHASSEE, FLORIDA

:cmm Enclosure

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ARTICLES OF DISSOLUTION

Pursuant to Florida Statutes §607.1403, this Florida for profit corporation does hereby submit the following Articles of Dissolution:

	•		
FIRST:	The name of t	he corporation is PARTY BASKET, INC.	
SECOND:	The day dissolution was authorized: $2/2.5/99$		
THIRD:	Adoption of Dissolution (CHECK ONE)		
	1	Dissolution was approved in writing by unanimous consent of all Directors and Shareholders of PARTY BASKET, INC.	
		Dissolution was approved by vote of the shareholders through voting groups.	
The Articles of Dissolution was signed this 35 day of Feet., 1999.			
EDWARD S. I President, Dire		Shareholder Tet. 259 1899 DATE DATE AND	
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CORPORATE ACTION BY THE BOARD OF DIRECTORS AND SHAREHOLDERS OF PARTY BASKET, INC.

The undersigned, being all the members of the Board of Directors and Shareholders of PARTY BASKET, INC., a Florida corporation ("Corporation"), do hereby waive all formal requirements, including the necessity of holding a formal or informal meeting, and any requirements for notice; and do hereby consent in writing to the adoption of the following resolutions, taking said action in lieu of a meeting of the Board of Directors:

RESOLVED, that the Board of Directors and Shareholders of PARTY BASKET, INC. believe that it is in the best interests of the corporation to dissolve in accordance with §607.1402.

BE IT FURTHER RESOLVED, that the Board of Directors and Shareholders of PARTY BASKET, INC. hereby adopt PARTY BASKET, INC.'s Articles of Dissolution effectively dissolving said corporation pursuant to Florida Statutes.

BE IT FURTHER RESOLVED, that PARTY BASKET, INC. has no known or contingent creditors at the time of dissolution. Pursuant to Florida Statutes §607.1406(10) reasonable provisions will be made for unknown creditors.

The action contained herein shall be effective as of the 23 that, 1998.

IN WITNESS WHEREOF, the parties have hereunto set their hands and seals the day and year first above written.

EDWARD S. PATRUNO

President, Director, Sole Shareholder

Feb. 25, 1999

<u> Fel. 25, 1999</u> DATE

MARIE PATRINO

Vice President, Director