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ACCOUNT NO. : 072100000032

REFERENCE : 748890 4311473

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : March 20, 1998

ORDER TIME : 10:21 AM

ORDER NO. : 748890-005

CUSTOMER NO: 4311473

CUSTOMER: Maritza Villar, Legal Asst
Stearns Weaver Miller Weissler
Museum Tower, Suite 2200
150 West Flagler Street
Miami, FL 33130

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*****87.50 *****87.50

DOMESTIC FILINGS

NAME: GSTE, INC.

XX ARTICLES OF DISSOLUTION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Stacy L Earnest

EXAMINER'S INITIALS:

FILED
98 MAR 20 PM 3:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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98 MAR 20 AM 11:32
DIVISION OF CORPORATIONS

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ARTICLES OF DISSOLUTION

OF

GSTE, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1403 of the Florida Statutes, the undersigned GSTE, INC., a Florida corporation (the "Corporation"), adopts the following Articles of Dissolution for the purpose of dissolving the Corporation:

1. The name of the Corporation is: GSTE, Inc.
2. The dissolution of the Corporation was unanimously adopted by the sole shareholder on March 16, 1998.
3. The number of votes cast in favor of dissolution was sufficient for approval.
4. The effective date of these Articles of Dissolution is the date of filing with the Florida Department of State.

Dated: March 18, 1998.

GSTE, INC.

By: 

Name: Osvaldo Sabatini

Title: President

**UNANIMOUS WRITTEN CONSENT
OF SHAREHOLDERS OF
GSTE, INC.**

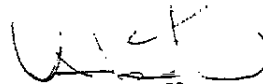
The undersigned, being the sole shareholder of GSTE, INC., a Florida corporation, (the "Corporation"), hereby waives all notice of the time and place of the special meeting of the Shareholders and hereby consents pursuant to Section 607.0704 of the Florida Business Corporation Act to the adoption of the following resolutions and the actions specified therein.

The following resolutions is hereby adopted by the unanimous written consent of the Shareholders, effective as of the date hereof.

RESOLVED, that the Corporation be dissolved pursuant to Section 607.1402(6) of the Florida Business Corporation Act and that Articles of Dissolution be filed with the Department of State.

Executed at Miami, Florida on this 18 day of March of 1998.

SOLE SHAREHOLDER:



OSVALDO SABATINI, as Trustee for
Gabriela Sabatini