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ARTICLES OF DISSOLUTION 98 JAN 20 PM 3: 29

SECRETARY OF STATE

Pursuant to 607.1403, Florida Statutes, this corporation submits the following articles of dissolution:

FIRST: The name of the corporation is Fashion Mall (Fla.) Kay-Bee Toy, Inc.

SECOND: The date dissolution was authorized January 5, 1998.

THIRD: Adoption of Dissolution

Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.

Dissolution was approved by vote of the shareholders through voting groups.

The number of votes cast for dissolution was sufficient for approval by common voting group.

Signed this Fifth day of January, 1998. Signature Zenon P. Lankowsky, Vice President