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DIVISION OF CORPORATION

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ACCOUNT NO. : 07210000032 REFERENCE 375022___ 80473A AUTHORIZATION COST LIMIT \$ 43.75 ORDER DATE: December 24, 2003 ORDER TIME : 2:03 PM ORDER NO. : 375022-005 CUSTOMER NO: 80473A CUSTOMER: Ms. Ronda Gluck Bill T. Smith, Jr., P.a. Suite 402 980 North Federal Highway Boca Raton, FL 33432 DOMESTIC FILINGS NAME: BOCA EL GYM FUND, INC. XX ARTICLES OF DISSOLUTION PLEASE RETURN THE FOLLOWING AS PROOF OF FILING: XX CERTIFIED COPY PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING

EXAMINER'S INITIALS:

CONTACT PERSON: Darlene Ward - EXT# 1135

ARTICLES OF DISSOLUTION

Pursuant to section 617.1403, Florida Statutes, this Florida not for profit corporation submits the following Articles of Dissolution:

FIRST: The name of the corporation is Boca El Gym Fund, Inc.
SECOND: Adoption of dissolution (Complete Section I or II)
SECTION I If the corporation has members entitled to vote:
The date of the meeting of members at which the resolution to dissolve was adopted CHECK ONE) The date of the meeting of members at which the resolution to dissolve was adopted CHECK ONE)
The number of votes cast for dissolution was sufficient for approval.
The resolution was adopted by written consent and executed in accordance with 617.0701, Florida Statutes.
SECTION II If the corporation has no members or members with voting rights:
The corporation has no members or members with voting rights.
The date of adoption of the resolution by the board of directors was
The number of directors in office was and the vote for the resolution
was for and against.
Signed this 22nd day of Occuber, 2003.
Signature (By the Chairman or Vice Chairman of the Board President or other officer)
Diane E. Borchardt (Typed or printed name) President
(Title)