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December 28, 2001

VIA OVERNIGHT MAIL

Secretary of State
Corporations Division
The Capitol
409 East Gaines Street
Tallahassee, Florida 32301

800004745378--4

-12/31/01--01072--018

****105.00 *****35.00

RE: Articles of Dissolution for Universal Principles, Inc.
Articles of Incorporation for Universal Principles, Inc.

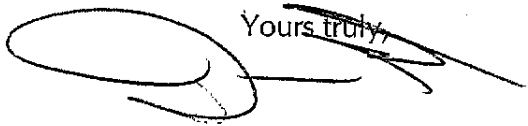
Ladies/Gentlemen:

We enclose the referenced Articles of Dissolution for Universal Principles, Inc. in duplicate for filing with the Florida Secretary of State. Additionally, enclosed is our client's Articles of Incorporation for Universal Principles, Inc. in duplicate. Please file these two documents in order (simultaneously) whereby our client will be guaranteed to obtain the name "Universal Principles, Inc." We are enclosing our firm's check in the amount of \$105.00 representing the \$35.00 filing fee for the Articles of Dissolution and \$70.00 for the Articles of Incorporation.

Please advise us, in writing, of the approval and filing of this instrument. Please advise should you require additional information.

Thank you for your assistance.

Yours truly,



Daniel D. Akel

DDA/sml

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 DEC 31 - PM 12:22

FILED

1-9

ARTICLES OF DISSOLUTION
OF
UNIVERSAL PRINCIPLES, INC.

The undersigned President and Secretary of UNIVERSAL PRINCIPLES, INC., a corporation formed under the laws of the State of Florida (the "Corporation") hereby file Articles of Dissolution and certify as follows:

1. The name of the Corporation is UNIVERSAL PRINCIPLES, INC.
2. The names and addresses of the officers of the Corporation are as follows:

David C. Minardi, President,
Secretary-Treasurer

- One San Jose Place, #14A
Jacksonville, Florida

3. The names and addresses of the Directors of the Corporation are as follows:

David C. Minardi, Director

- One San Jose Place, #14A
Jacksonville, Florida

4. All debts, obligations and liabilities of the corporation have been paid, discharged or adequate provision has been made therefore.

5. All the remaining property and assets of the Corporation have been distributed to its shareholders in accordance with their rights and interests and no other property remains for distribution to the shareholders after applying the assets to the payment of the liabilities and obligations of the Corporation.

6. There are no actions pending against the Corporation in any court.

7. The resolution to dissolve and liquidate the Corporation was unanimously adopted by the directors and shareholders at a meeting held on December 28, 2001.

8. The effective date of the dissolution for tax and accounting purposes is December 28, 2001.

FILED
01 DEC 31 PM 12:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, we have made and subscribed these Articles in duplicate the
day of December 28, 2001.

UNIVERSAL PRINCIPLES, INC.

By David C. Minardi
David C. Minardi, President

ATTEST:

David C. Minardi
David C. Minardi, Secretary

(Corporate Seal)

STATE OF FLORIDA
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 28th day of
December, 2001, by David C. Minardi, President of UNIVERSAL PRINCIPLES, INC., a
Florida corporation, on behalf of the association, ✓ personally known to me; or _____ who
produced a Florida Driver's License identification, and who did take an oath and personally
appeared before me.



Shawn M. Luck
NOTARY PUBLIC - STATE OF FLORIDA
Print Name: Shawn M. Luck
My Commission Expires: _____
Commission No.: _____