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Burke & Foskett, LLC  
Attorneys & Counsellors at Law

Ten McGrath Highway  
Quincy, Massachusetts 02169  
Telephone (617) 786-8000  
Facsimile (617) 773-2612

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 DEC 29 PM 12:41

Managing Members:  
Walter A. Foskett  
Kevin M. Burke

**By Overnight Mail**

December 28, 2000

Florida Secretary of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32399

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-01/02/01--01008--002  
\*\*\*\*\*96.25 \*\*\*\*\*52.50

**RE: Stogees and Stuff Inc.**

Ladies and Gentlemen:

Enclosed herewith are one original and a copy of the Articles of Dissolution for the above-referenced corporation. A also enclosed is a check payable to the Florida Secretary of State in the amount of \$96.25 representing a filing fee of \$35.00 for the Articles of Dissolution, \$52.50 for a certified copy the Articles of Dissolution and \$8.75 for a Certificate of Status. Please file the original Articles of Dissolution with your office and return the certified copy and Certificate of Status to:

Walter A. Foskett, Esq.  
Burke & Foskett, LLC  
Ten McGrath Highway  
Quincy, MA 02169  
(617) 786-8000

in the enclosed self-addressed stamped envelope.

Please call me at (617) 786-8000 if you have any questions.

Very truly yours,



Walter A. Foskett

*Voldis.*

WAF/jmb  
Enc.

V. SHEPARD JAN 9 2001

ARTICLES OF DISSOLUTION

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 DEC 29 PM 12:44

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

FIRST: The name of the corporation is Stogees and Stuff, Inc.

SECOND: The date dissolution was authorized: December 28, 2000

THIRD: Adoption of Dissolution

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

Voting groups were not required.

Signed this 28th day of December, 2000

Signature: Jeffrey R. White by WAF P.O.A.  
Jeffrey R. White, President  
By Walter A. Foskett with Power of Attorney  
c:\stogees\dissolution