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Attorneys & Counsellors at Law

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

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 800003517628--0 -01/02/01--01008--002 \*\*\*\*\*96.25 \*\*\*\*\*\*\$2.50

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

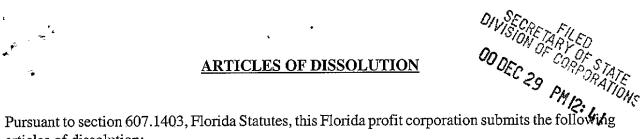
in the enclosed self-addressed stamped envelope.

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

Very truly yours,

Walter A. Foskett

WAF/jmb Enc. V. SHEPARD JAN 9 2001



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

Juffrey R. White, President

By Walter A. Foskett with Power of Attorney

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