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J & J Ventures USA, Inc,
3505 W. Roundtree Dr.
Cocoa, Florida 32926

321-632-4986

June 29, 2000

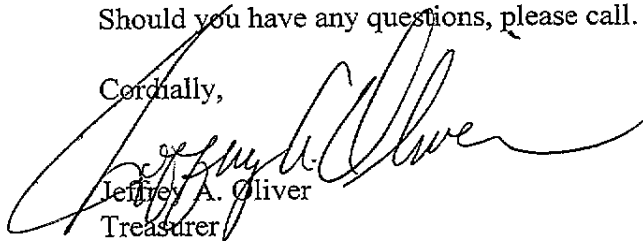
Division of Corporations
P.O. Box 6327
Tallahassee, Florida, 32314

Dear Sirs;

Please find enclosed Articles of Dissolution. Filing fee (\$35.00) and Certified copy of the dissolution (\$8.75) is included.

Should you have any questions, please call.

Cordially,


Jeffrey A. Oliver
Treasurer

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00 JUL -3 PM 2:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF DISSOLUTION

Pursuant to 607.1401, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST: The name of the corporation is: J&J VENTURES USA, INC.

SECOND: The filing date of the articles of incorporation was: JAN. 11, 2000

THIRD: (CHECK ONE)

None of the corporation's shares have been issued.

The corporation has not commenced business.

FOURTH: No debt of the corporation remains unpaid.

FIFTH: The net assets of the corporation remaining after winding up have been distributed to the shareholders, if shares were issued.

SIXTH: Adoption of Dissolution (CHECK ONE)

A majority of the incorporators authorized the dissolution.

A majority of the directors authorized the dissolution.

Signed this 29 day of JUNE, 2000.

Signature

Jeffrey A. Oliver
(By the chairman or vice chairman of the board, president, or other officer - if there are no officers or directors, by an incorporator.)

JEFFREY A. OLIVER
(Typed or printed name)

TREASURER

(Title)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA