

TFC P 00000000 4566

(305) 751-8934

November 7, 2000

Department of State
Division of Corporation
Post Office Box 6327
Tallahassee, Florida 32314

900003461679--8
-11/13/00--01115--013
*****5.00 *****5.00

900003461679--8
-11/13/00--01115--012
*****30.00 *****30.00

Re: Articles of Dissolution

Dear Sir/Madam:

Enclosed please find an original and one copy of the Articles of Dissolution for JESPA Corporation; money order # 06-178616492 in the amount of \$30.00; and check # 1946 in the \$5.00 for filing fee. Please file the Articles and return a filed copy of said document to the following:

Jeannette G. Andrews-Thompson, Esq.
Tools For Change
6015 NW 7th Ave.
Miami, Florida 33127

Thank you for your attention to this matter.

Sincerely,
TOOLS FOR CHANGE

Jeannette G. Andrews-Thompson, Esq.
Legal Department

Encls.

500003461679--8
-11/13/00--01115--013
*****5.00 *****5.00

FILED
00 NOV 13 PM 12:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

VOIDS
TFC
11/27

ARTICLES OF DISSOLUTION
OF
JESPA CORPORATION

FILED
00 NOV 13 PM 12:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Section 601.1402 and 607.1403, Florida Statutes, this Corporation submits the following Articles of Dissolution:

1. The name of the Corporation is JESPA CORPORATION (the "Corporation").
2. Dissolution of the Corporation was authorized at a meeting of the Board of Directors of the Corporation on November 1, 2000.
3. All the shareholders of the Corporation were present in person at the meeting on November 1, 2000.
4. A majority of the shareholders voted to dissolve the Corporation and the number of shares cast was sufficient for approval of the dissolution.

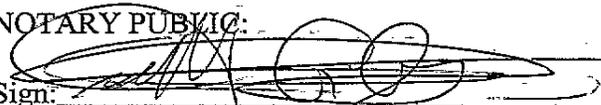
IN WITNESS THEREOF, the undersigned has executed these Articles of Dissolution on this 6th day of November, 2000 in Miami, Florida and acknowledges the same to be his act.



PAUL REYNOLDS, Director/President

STATE OF FLORIDA)
COUNTY OF MIAMI- DADE)

The foregoing instrument was sworn to before me this 6th day of November, 2000, by PAUL REYNOLDS, as president of JESPA CORPORATION, a Florida Corporation, on behalf of the Corporation. He personally appeared before me at the time of the notarization and has produced a Florida driver's license as identification.

NOTARY PUBLIC:

Sign: _____
Print: Jeannette G. Andrews-Thompson
State of Florida At Large

 Jeannette G Andrews-Thompson
My Commission CC813889
Expires March 2, 2003