

**ASHLEY R. POLLOW, P.A.**

ATTORNEYS AND COUNSELLORS AT LAW

• ATRIUM FINANCIAL CENTER •

Member of Florida and Texas Bars

1515 NORTH FEDERAL HIGHWAY, SUITE 300

BOCA RATON, FLORIDA 33432-1994

BOCA RATON (561) 994-1040

PALM BEACH (561) 369-8244

TELECOPIER (561) 218-1425

NATIONAL (800) 486-1040

Email ashleypollow@hotmail.com

February 27, 2001

Secretary of State

Division of Corporations

P.O. Box 6327

Tallahassee, Florida 32314

PO00000012951

100003795521--7

-03/02/01--01037--003

\*\*\*\*\*43.75 \*\*\*\*\*43.75

Re: Dissolution  
CHAMPON MILLENNIUM CHEMICALS, INC.

Dear Sir or Madam:

Enclosed please find the original and one copy of **CHAMPON MILLENNIUM CHEMICALS, INC.** Articles of Dissolution and a check for \$43.75, representing payment for the following:

Filing Fee	35.00
Certified Copy Fee	8.75

Please file the original Articles of Dissolution and conform the copy. The conformed copy can be sent to the undersigned.

Thank you.

Very truly yours,

ASHLEY R. POLLOW P.A.  
Attorneys and Counsellors at Law

Ashley R. Pollow, Esq.  
For the Firm

Enclosures

FILED  
01 MAR -2 AM 11:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

MARTIN COUNTY OFFICE  
CENTRAL PARKWAY PROFESSIONAL CENTER  
941 CENTRAL PARKWAY  
STUART, FLORIDA 34994  
(561) 221-1099

T BROWN MAR - 6 2001

Dissolution

ARTICLES OF DISSOLUTION PURSUANT TO  
§ 607.1403 OF THE FLORIDA GENERAL  
CORPORATION ACT OF  
CHAMPON MILLENNIUM CHEMICALS, INC.

FILED  
01 MAR -2 AM 11:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

To: Department of State  
Tallahassee, Florida 32304

Date Paid  
Filing Fee \$

Pursuant to the provisions of Section 607.1403 of the Florida General Corporation Act, the undersigned corporation adopts the following articles of dissolution for the purpose of dissolving the corporation.

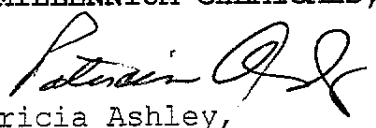
FIRST: That the name of the corporation is **CHAMPON MILLENNIUM CHEMICALS, INC.**

SECOND: That dissolution was authorized during a special meeting of shareholders held on February 27, 2001.

THIRD: That the dissolution of the corporation was approved by unanimous written consent of a majority of all shareholders, there being no groups of shareholders. A copy of such written consent is attached to these articles.


Dated: February 27, 2001.

**CHAMPON MILLENNIUM CHEMICALS, INC.**

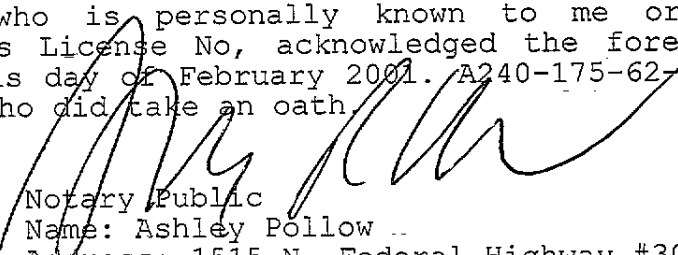
By:   
Patricia Ashley,  
President/Director/Shareholder

STATE OF FLORIDA §  
COUNTY OF PALM BEACH §

PATRICIA ASHLEY being duly sworn, deposes and says that she is PRESIDENT/DIRECTOR/SHAREHOLDER of CHAMPON MILLENNIUM CHEMICALS, INC., the corporation mentioned and described in the foregoing instrument; that she has read and signed the same and that the statements contained therein are true.

  
Patricia Ashley

Patricia Ashley, who is personally known to me or has produced Florida Drivers License No, acknowledged the foregoing instrument before me this day of February 2001. A240-175-62-710-0 as identification and who did take an oath.

  
Notary Public  
Name: Ashley Pollow  
Address: 1515 N. Federal Highway, #300  
Boca Raton, FL 33432

SHAREHOLDER WRITTEN CONSENT TO DISSOLUTION OF  
CHAMPON MILLENNIUM CHEMICALS, INC.

WHEREAS, at a special meeting of the shareholders was called by the Board of Directors of CHAMPON MILLENNIUM CHEMICALS, INC., duly held by teleconference at 11112 Split Rail Lane, Fairfax Station, VA 22039 at 10:00AM on the 27th day of February, 2001, the Board of Director of this corporation duly adopted resolutions recommending the dissolution pursuant to the terms and conditions set forth in the Shareholder/Director's Resolution of February 27, 2001; and

WHEREAS, since the corporation has no assets and due to the improper method of raising capital which was discussed at the meeting, it was agreed by the majority of the shareholders to dissolve the corporation. It is agreed that it is in the best interest of the corporation, and third parties to dissolve the corporation;

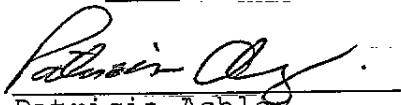
NOW, THEREFORE, each of the undersigned shareholders of said corporation, each holding of record at the close of business on the 27th day of February, 2001, the number of shares entitled to vote herein below set opposite his or her signature, consisting, in the aggregate, of shareholders entitled to exercise 70% of the outstanding and issued shares and of the voting power of said corporation on the aforesaid date of record, do hereby approve and consent to the principal terms and conditions of the aforesaid;

The undersigned do further hereby authorize, and direct that:

1. The President/Director/Shareholder, Patricia Ashley of this corporation execute Articles of Dissolution;

2. That the President/Director/Shareholder, Patricia Ashley may take whatever steps are necessary or appropriate to carry out the intent of this resolution.

IN WITNESS WHEREOF, each of the undersigned has hereunto signed his/her name and set opposite thereto the date of signing and the number of shares entitled to vote held by such person of record at the close of business day February 27, 2001.

<u>NAME</u>	<u>DATE OF SIGNING</u>	<u>NUMBER OF SHARES</u>
 Patricia Ashley	February 27, 2001	14,000,850 (70%)