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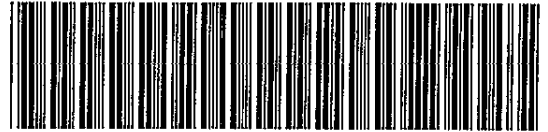
(Business Entity Name)

(Document Number)

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LAW OFFICES

EDWARD P. JORDAN II, P.A.

ATTORNEYS & COUNSELORS AT LAW

1460 EAST HIGHWAY 50

CLERMONT, FL 34711

Tel: (352) 394-1000

Fax: (352) 394-2999

Website: www.lawyerjordan.com

EDWARD P. JORDAN II, ATTORNEY

LORI L. CAMPBELL, PARALEGAL

December 18, 2003

Florida Department of State
DIVISION OF CORPORATIONS
P.O. Box 6327
Tallahassee, FL 32314

Re: *Articles of Dissolution for*
YES, I CAN

Dear Sir/Madam:

Enclosed herewith is a check in the amount of \$35.00 to cover the filing of the enclosed Articles of Dissolution for Yes, I Can, Inc. Please furnish the undersigned with a certified copy of the Articles of Dissolution.

Your prompt attention and cooperation will be appreciated.

Very truly yours,

Signed in Mr. Jorda
absence to avoid dela

EDWARD P. JORDAN, II

EPJ:sb

Enc.

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ARTICLES OF DISSOLUTION


FILED

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Pursuant to Sections 607.1402 and 607.1403 Florid Statutes (2003), YES, I CAN, INC., a Florida corporation, (the "Corporation") hereby files its Articles of Dissolution and states as follows:

1. The Name of the Corporation is Yes, I can, Inc.
2. Dissolution of the Corporation was authorized on December 18, 2003.
3. Dissolution was authorized by the unanimous written consent of all shareholders of the Corporation, which totaled two, and that said shareholder's vote and consent for dissolution was sufficient for approval of the dissolution of the Corporation.
4. Not voting groups were required to approve the dissolution of the corporation.

Approved on this 18th day of December, 2003.

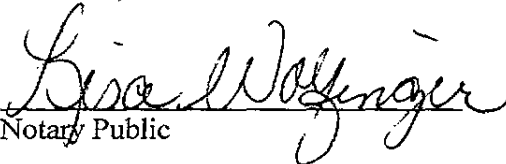

Connie Smallwood
President/Shareholder/Director

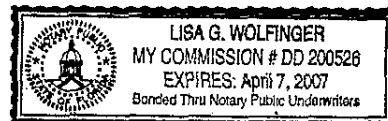

Michael F. Smallwood
Shareholder/Director

STATE OF FLORIDA)
COUNTY OF LAKE)

Before me, the undersigned authority, personally appeared Connie Smallwood, who after presenting her Florida Driver's License, and who, after being duly sworn, acknowledged, attested, affirmed and swore before me that she has the apparent, implied and actual authority to execute the above Articles of Dissolution on behalf of Yes, I can, Inc., and that she executed the foregoing freely and voluntarily for the purposes expressed herein and all statements are true and correct.

WITNESS my hand and official seal in the state and county above stated this 18th day of December, 2003.

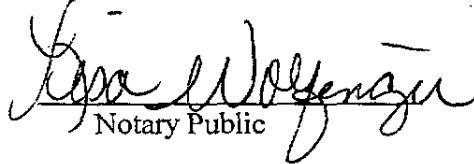

Notary Public

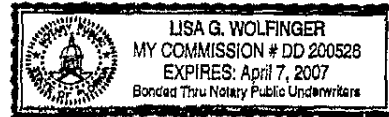


STATE OF FLORIDA)
COUNTY OF LAKE)

Before me, the undersigned authority, personally appeared Michael F. Smallwood, who after presenting his Florida Driver's License, and who, after being duly sworn, acknowledged, attested, affirmed and swore before me that he has the apparent, implied and actual authority to execute the above Articles of Dissolution on behalf of Yes, I can, Inc., and that he executed the foregoing freely and voluntarily for the purposes expressed herein and all statements are true and correct.

WITNESS my hand and official seal in the state and county above stated this *18th* day of December, 2003.


Notary Public



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**UNANIMOUS WRITTEN CONSENT OF SHAREHOLDERS
and DIRECTORS OF YES, I CAN, INC.**

Pursuant to Sections 607.0704, 607.0821, 607.1402, and 607.1403 of the Florida Statutes, the undersigned, as holder of all of the issued and outstanding shares of common stock of YES, I CAN, INC., a Florida corporation (the "Corporation") and the directors of the Corporation, do hereby adopt the following resolutions in lieu of a meeting of shareholders and directors:

WHEREAS, we, the incorporators, shareholders, and directors of the Corporation, have determined that it is in the best interests of the Corporation that the Corporation be voluntarily dissolved;

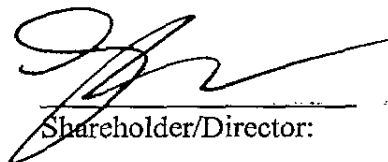
WHEREAS, it is recommended to the Shareholders that the Corporation be dissolved and be submitted to vote of the Shareholders.

RESOLVED, that the Corporation be dissolved as of the date of this consent and that the shareholders have duly met and considered the advisability of dissolving the corporation and hereby consent to the same. Further stating that number of shareholders casting a vote for the dissolution was unanimous and was sufficient to approve the dissolution

RESOLVED FURTHER, that Edward P. Jordan II, Esq. is directed to prepare Articles of Dissolution and to file the articles with the Secretary of State of Florida as soon as practicable.

RESOLVED FURTHER, that Connie Smallwood, the Corporation's President is hereby authorized and directed to pay any outstanding expenses and debts of the Corporation from existing Corporate assets and to distribute to the shareholders in proportion to their interests, any assets remaining after payment of all corporate debts and obligations.

IN WITNESS WHEREOF, the undersigned has executed this instrument this 18th day of December, 2003.


Shareholder/Director:


Shareholder/Director: