

CAPITAL CONNECTION, INC.

117 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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Vitalinks, Inc.

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RECEIVED
00 OCT 11 AM 11:09
DIVISION OF CORPORATION

Signature _____

Requested by: LM

Name _____

Date 10/11

Time 10:21

Walk-In _____

Will Pick Up _____

- ____ Art of Inc. File
- ____ LTD Partnership File duis
- ____ Foreign Corp. File
- ____ L.C. File
- ____ Fictitious Name File
- ____ Trade/Service Mark
- ____ Merger File
- ____ Art. of Amend. File
- ____ RA Resignation
- ☒ Dissolution / Withdrawal Cont. &
- ____ Annual Report / Reinstatement
- ☒ Cert. Copy
- ____ Photo Copy
- ☒ Certificate of Good Standing
- ____ Certificate of Status
- ____ Certificate of Fictitious Name
- ____ Corp Record Search
- ____ Officer Search
- ____ Fictitious Search
- ____ Fictitious Owner Search
- ____ Vehicle Search
- ____ Driving Record ADR
- ____ UCC 1 or 3 File 10/11/00
- ____ UCC 11 Search
- ____ UCC 11 Retrieval
- ____ Courier

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 OCT 11 PM 12:20

FILED

ARTICLES OF DISSOLUTION
OF
VITELINKS, INC.

FILED
00 OCT 11 PM 12:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name of the corporation is VITELINKS, INC.
2. The names and respective addresses of its officers are:

President: Sal Cagno
2900 Fiore Way
Suite 211
Delray Beach, Florida 33445

Vice President: Greg Mazzola
614 Macy Street
West Palm Beach, FL 33406

Treasurer:

Secretary: Sal Cagno
2900 Fiore Way
Suite 211
Delray Beach, Florida 33445

3. The name and address of its sole directors are:

GREG MAZZOLA
614 Macy Street
West Palm Beach, FL 33405

SAL CAGNO
2900 Fiore Way, #211
Delray Beach, FL 33445

4. All debts obligations and liabilities of the corporation have been paid or discharged or adequate provision has been made therefore.
5. All remaining property and assets of the corporation have been distributed among its shareholders in accordance with their respective rights and interests .
6. There are no actions pending against the corporation in any court.

7. A copy of the resolution to dissolve (Written Consent of the Stockholders and Directors) is attached hereto. That resolution was adopted by the shareholders of the corporation on the 10th day of October, 2000.

The effective date for the dissolution of the corporation shall be the date which these Articles of Dissolution are filed.

Dated this 10 day of October, 2000.

[Signature]
President

Attest: [Signature]
Secretary

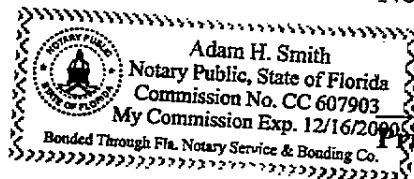
State of Florida
County of Palm Beach

Before me personally appeared Sal Cagno who is the President of VITELINKS, INC., and who acknowledged before me that he executed the foregoing Articles of Dissolution.

In Witness Whereof, I have hereunto set my hand and seal on this 10th day of October, 2000.

My Commission Expires:

[Signature]
Notary Public - State of Florida



Printed Name of Notary Public

WRITTEN CONSENT OF THE STOCKHOLDERS AND DIRECTORS
IN LIEU OF A SPECIAL MEETING OF THE STOCKHOLDERS
AND BOARD OF DIRECTORS PURSUANT TO FLORIDA STATUTE 607.0821

The undersigned, being all the Stockholders and Directors of VITELINKS, INC., hereby take the following actions by written consent in lieu of a Special Meeting of the Board of Directors and Stockholders:


RESOLVED, that the corporation be liquidated in accordance with the provisions of Florida law and the Internal Revenue Code.

RESOLVED, that in accordance with such plan of liquidation, the officers, directors and accountant for the corporation be and they are hereby authorized and directed to:

1. File any required forms, together with a copy of this Consent, with the District Director of the Internal Revenue Service.
2. Distribute all of the assets, subject to any unpaid liabilities, to the stockholders in cancellation of all outstanding stock of the corporation.
3. File a certificate of Dissolution with the Secretary of State in Tallahassee, Florida.
4. File all other forms and documents required by the State of Florida and Federal Government, including all requisite tax returns, as soon as possible after the distribution of the corporate assets, and
5. Provide for the payment of any indebtedness owed by the corporation to any creditors, and, it is

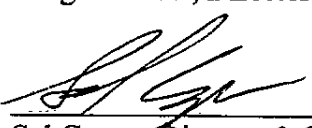
FURTHER RESOLVED, that all actions being taken on behalf of this corporation by the officers and directors in connection with the foregoing determination to liquidate and dissolve the corporation, and the distribution of its assets, be and the same are hereby ratified and confirmed in all respects.

Dated: 10/6/00



Greg Mazzola, Director

Dated: 10/19/00



Sal Cagno, Director & Sole Shareholder