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ARVIN PELTZ

Attorney at Law

Suite 501

3250 Mary Street

Miami, Florida 33133

Admitted in FL, WI & NY

June 27, 2002

Telephone
(305) 445-2493
Facsimile
(305) 569-7722

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: Dissolution of W/L GRIFFIN ROAD, Inc.

Dear Sir/Madam:

I enclose the following:

1. Articles of Dissolution for the above corporation.
2. A check for \$43.75 for the dissolution filing fee and a Certificate of Status.

Please forward the Certificate of Status by return mail.

If you have any questions, please do not hesitate to contact me.

Yours sincerely,

Arvin Peltz

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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W/L GRIFFIN ROAD, INC.

ARTICLES OF DISSOLUTION

W/L GRIFFIN ROAD, INC. a Florida corporation, executes the following Articles of Dissolution pursuant to section 607.1403 of the Florida Business Corporation Act:

FIRST: The name of the corporation is W/L GRIFFIN ROAD, INC. (the "Company").

SECOND: All of Directors and shareholders of the Company approved the dissolution of the company on May 1st, 2002.

THIRD: The number of votes cast by the shareholders of the Company for dissolution was sufficient for approval of that action.

EXECUTED: this 1st day of May 2002.

W/L GRIFFIN ROAD, INC.

By: 

Name: Donald Lefton

Title: President, Vice Chairman of the Board

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**WRITTEN ACTION OF ALL OF THE DIRECTORS AND
SHAREHOLDERS FOR THE DISSOLUTION OF**

W/L GRIFFIN ROAD, INC.

The undersigned being the sole Shareholder and all of the Directors of W/L Griffin Road, Inc., a Florida corporation, (the "Corporation") hereby take the following written action in lieu of holding a meeting regarding same, all pursuant to the applicable provisions of the Laws of the State of Florida and in accordance with the Corporation's Articles of Incorporation and By-Laws, to wit:

It was unanimously resolved by the undersigned, being all of the Directors and Shareholders of the Corporation, as follows:


1. That the Corporation be dissolved.
2. That the President and Secretary be and are hereby authorized and directed to execute Articles of Dissolution, and to have them delivered to the Secretary of State of the State of Florida for filing.
3. That the Officers of the Corporation are authorized and directed to take all such other actions as are necessary to complete the dissolution of the Corporation, the liquidation of any assets, the satisfaction of any liabilities, and the filing of any necessary returns with all applicable governmental authorities.

Consented to and effective this 1st day of May, 2002.

Shareholders and Directors:



Sherwood M. Weiser, Director, Chairman of the Board




Donald E. Lefton, Director, Vice Chairman of the Board

SECRETARY'S CERTIFICATE

The undersigned, W. PETER TEMLING, as Secretary of W/L Griffin Road, Inc., a Florida corporation and as acting Secretary for the purpose of recording the actions of the Shareholders and Directors set forth in the Written Action authorizing dissolution of the Corporation, does hereby verify that the signators of the forgoing Written Action constitutes all of the Shareholders and all of the Directors of the Corporation.

Dated this 1st day of May, 2002.



W. PETER TEMLING, Secretary