

P000000 59/43

Florida Department of State

Division of Corporations

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Katherine Harris, Secretary of State

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Account Name : CORPORATE & CRIMINAL RESEARCH SERVICE
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DISSOLUTION

CROSS COUNTRY CLEARING, INC.

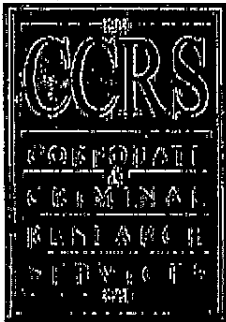
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DIVISION OF CORPORATIONS

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00 JUL 14 PM 1:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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CorpDirect Agents
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MEMORANDUM

DATE: July 18, 2000
TO: Karen -- Dept. of State
Amendment Filing
FROM: Pam Wolfe *prw*
RE: CROSS COUNTRY CLEARING, INC.

This memo is to let you know that we attempted to send this electronic filing over on Friday, July 14, 2000. Due to computer problems at the State, we were unable to submit it to your office in a timely manner.

We would like to request that you back-date this filing to July 14, 2000, as our client submitted this on said date and the document reflects an effective date of July 14, 2000. We understand this is not your normal procedure, but are asking you give this filing special consideration because of the computer problems that occurred on this particular day.

Your help in this matter is greatly appreciated.

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ARTICLES OF DISSOLUTION
OF
CROSS COUNTRY CLEARING, INC.

FILED
00 JUL 14 PM 1:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of the Florida Business Corporation Act, the undersigned Corporation adopts the following Articles of Dissolution for the purpose of dissolving the Corporation:

ARTICLE I - NAME

The name of the Corporation is Cross Country Clearing, Inc.

ARTICLE II - RESOLUTION TO DISSOLVE

Pursuant to the authority contained in Section 607.1402 and 607.1403 of the Florida Statutes, all of the holders of the common stock of the Corporation entitled to vote thereon elected to dissolve the Corporation effective the date these Articles of Dissolution are filed, which will be the 14 day of July, 2000. Said Resolution was adopted by the Shareholders of the Corporation on the 30th day of June, 2000.

IN WITNESS WHEREOF, the undersigned, being the President of the Corporation has executed these Articles of Dissolution this 13 day of July, 2000.

CROSS COUNTRY CLEARING, INC.

By: Leslie Sherman
Leslie Sherman, President

JSS:lou\clients\5197-1\articles\dissolution

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