

PROFESSIONAL ASSOCIATION

SUITE 420 900 CORPORATE DRIVE FORT LAUDERDALE, FLORIDA 33334

> TELEPHONE (954) 493-8000 TELEFAX (954) 493-6505

February 26, 2001

Secretary of State Bureau of Corporate Records P.O. Box 6327 Tallahassee, FL 32301

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Re: Ozosystem America, Inc.

Dear Sir/Madam:

In connection with the above-referenced matter, enclosed please find an original and one copy of the Articles of Dissolution, together with a Resolution for Dissolution of Ozosystem America, Inc.

Also enclosed is a check in the amount of \$35.00 to cover the charges for filing fees.

Please return a "true certified copy" of the Articles of Dissolution, showing that they have been received and filed. We have enclosed a self-addressed, stamped envelope for your convenience in returning same.

Thank you for your cooperation.

Very truly yours,

NEIMARK & NADEL, P.A.

CORT A NEIMARK

CAN:cr Enclosures

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SECRETARY OF STATE
TAIL AND SECRETARY OF STATE

and 3/6/01

ARTICLES OF DISSOLUTION OF OZOSYSTEM AMERICA, INC.

Pursuant to Section 607.1403 of the Florida Statutes, the undersigned Corporation adopts these Articles of Dissolution.

FIRST: The name of the Corporation is OZOSYSTEM AMERICA, INC..

SECOND: The dissolution was authorized on February 16, 2001.

THIRD: The dissolution was approved by the shareholders. The number of votes cast in favor of the dissolution was 60%, which was sufficient for approval pursuant to law.

FOURTH: These articles of dissolution will take effect on March 1, 2001.

DATED: February 23,2001.

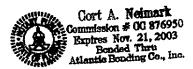
OZOSYSTEM AMERICA, INC.

FELICE DI SANTE

STATE OF FLORIDA COUNTY OF BROWARD

I HEREBY CERTIFY that on this 3 day of Lebruary, 2001, before me, a Notary Public duly authorized in the State and County named above to take acknowledgements, personally appeared FELICE DI SANTE, to me known to be the person described herein and who executed the foregoing Articles of Dissolution and who swore and acknowledged that he executed the foregoing Articles of Dissolution for the purposes therein set forth.

WITNESS my hand and official seal.



Notary Public

Print, stamp or type as

commissioned

Personally known to me, or

Produced Identification:

(type of identification)

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RESOLUTION FOR DISSOLUTION OF OZOSYSTEM AMERICA, INC.

WHEREAS, OZOSYSTEM AMERICA, INC. is no longer actively engaged in carrying on business operations; and,

WHEREAS, the Board of Directors of OZOSYSTEM AMERICA, INC., a Florida corporation, has determined that it is in the best interests of the Corporation and of its shareholders that the Corporation be dissolved; and,

WHEREAS, it has been recommended to the Shareholders of the Corporation that the Corporation be dissolved; and,

WHEREAS, the question of dissolving the corporation was submitted to a vote of the Shareholders at a special meeting to be held on February 16, 2001 at 4699 N. Federal Highway, Suite 105-B, Pompano Beach, FL 33064; and,

BE IT THEREFORE RESOLVED, that Felice Di Sante, the Vice President of the Corporation shall take all actions necessary to wind up the affairs of the Corporation and to apply the assets of the Corporation, in cash or in kind, to the payment of its known debts and obligations, and after disposing of the assets of the Corporation and making suitable provision for the payment of all of its known debts, the Vice President shall file articles of dissolution of the corporation.

EXECUTED on this 3 day of february, 2001 at Fort Lauderdale, FL.

FELÍCE DI SANTE, Vice President

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