

P 000000 83805

Florida Department of State
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DISSOLUTION

ACCEL SOFTWARE CORPORATION

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

November 27, 2001

ACCEL SOFTWARE CORPORATION
3832 NORTH UNIVERSITY DR.
SUNRISE, FL 33351

SUBJECT: ACCEL SOFTWARE CORPORATION
REF: P00000083805

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Karen Gibson
Corporate Specialist

FAX Aud. #: H01000116911
Letter Number: 101A00062958



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Darlane Connell
Corporate Specialist

FAX Aud. #: H01000116911
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**ARTICLES OF DISSOLUTION
OF
ACCEL SOFTWARE CORPORATION**

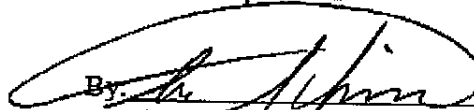
EFFECTIVE DATE
11-30-01

The undersigned, Amnon. I. Schweitzer, as President of Accel Software Corporation, a Florida corporation (the "Corporation"), desiring to dissolve the Corporation pursuant to the provisions of Section 607.1403 of the Florida Statutes, hereby states as follows:

1. The name of the Corporation is Accel Software Corporation.
2. In a Joint Written Consent of the Board of Directors and the Shareholders dated as of 11/5, 2001, it was determined that it was in the best interest of the Corporation and the Shareholders to dissolve the Corporation.
3. The number of votes by the shareholders of the Corporation for dissolution was sufficient for approval.
4. The effective date of the dissolution of the Corporation is November 30, 2001.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Dissolution as of the 5 day of November, 2001.

ACCEL SOFTWARE CORPORATION,
a Florida corporation

By: 

Amnon. I. Schweitzer, President

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DIVISION OF CORPORATIONS
2001 NOV 28 PM 3: 53