

P00000096674

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Investment Associates, Inc.

FILED
2001 JUL -9 AM 10:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

100004463891-3

-07/09/01--01024--004

*****43.75 *****43.75

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Art of Inc. File

LTD Partnership File

Foreign Corp. File

L.C. File

Fictitious Name File

Trade/Service Mark

Merger File

Art. of Amend. File

RA Resignation

X Dissolution / Withdrawal

X 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

UCC 1 or 3 File

UCC 11 Search

UCC 11 Retrieval

Courier

RECEIVED
01 JUL -9 AM 10:00
DIVISION OF CORPORATION

G. COULLETTE JUL 09 2001

Signature

Requested by: KC

Name

Date 7/9

Time

Walk-In

Will Pick Up

ARTICLES OF DISSOLUTION

Pursuant to Fla. Stat. § 607.267, the undersigned corporation submits the following articles of dissolution.

1. The name of the corporation is: INVESTMENT ASSOCIATES, INC., a Florida Corporation.
2. The names and addresses of the current officers and directors are:
Roberto A.F. Roberts
2600 Douglas Road
Suite 905
Coral Gables, Florida 33134
3. All debts, obligations and liabilities of the corporation have been paid.
4. No property remained for distribution to the shareholders after applying it to the payment of liabilities and obligations of the corporation.
5. There are no actions pending against the corporation in any court.
6. The corporation has elected to dissolve by act of the corporation. Such resolution was adopted by the directors and shareholders of the corporation on February 28, 2001. A COPY OF THE CORPORATE RESOLUTION TO DISSOLVE IS ATTACHED.

DATED this 2 day of July, 2001.

INVESTMENT ASSOCIATES, INC., A
FLORIDA CORPORATION

By: [Signature]
Roberto A.F. Roberts

[CORPORATE SEAL]

STATE OF FLORIDA)

COUNTY OF DADE)

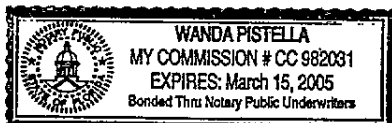
SS.:

BEFORE ME, the undersigned authority, personally appeared Roberto A.F. Roberts as director/officer of INVESTMENT ASSOCIATES, INC., A FLORIDA CORPORATION, to me well known to be the individuals who executed the foregoing instrument, and they acknowledged before me that they did execute same, freely and voluntarily, under authority duly vested in them by said corporation, and that the seal affixed to said instrument is the true corporate seal of said corporation.

SWORN TO AND SUBSCRIBED before me this 2 day of July, 2001.

My commission expires:

[Signature]
NOTARY PUBLIC, State of Florida
at Large



Filing Fee:

\$35.00

Certified Copy (optional):

\$8.75

CERTIFICATE OF CORPORATE RESOLUTION
OF
INVESTMENT ASSOCIATES, INC.

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)


Before me the undersigned authority personally appeared ROBERTO A.F. ROBERTS, director of INVESTMENTS ASSOCIATES INC., A FLORIDA CORPORATION, who upon being duly sworn and deposed, states:

1. The undersigned, ROBERTO A.F. ROBERTS, is director of INVESTMENT ASSOCIATES, INC., a Florida corporation (the "Corporation").

2. The following Corporate Resolution was duly adopted at a Special Joint Meeting of Shareholders and Directors of the Corporation on February 28, 2001, at which meeting all shareholders and directors attended and participated:

RESOLVED, that the shareholders and director of the corporation hereby agree that the corporation be dissolved and that Roberto A.F. Roberts execute any and all documents necessary to effectuate the dissolution of the corporation.

FURTHER AFFIANTS SAYETH NOT.



ROBERTO A.F. ROBERTS, Director

SWORN TO AND SUBSCRIBED by ROBERTO A.F. ROBERTS, identified to me by personally known, and the undersigned notary public (did) (did not) take an oath from each of the above-identified persons regarding same.



NOTARY PUBLIC, STATE OF FLORIDA
AT LARGE

(Print Name:) Wanda Pistella

My Commission Expires:



WANDA PISTELLA
COMMISSION # CC61803J
EXPIRES MAR 15, 2001
BONDED THROUGH
ATLANTIC BONDING CO., INC.