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November 6, 2000

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL. 32314

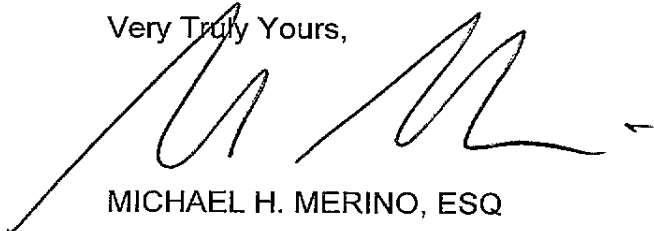
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RE: *Articles of Dissolution of C Z Holdings, Inc.*

Dear Sir/Madam:

Enclosed please find the Articles of Dissolution for the above referenced corporation along with a check in the amount of \$35.00 made payable to Florida Department of State. Please file said articles as soon as possible. If you need additional information or wish to discuss this matter further, please do not hesitate to contact me at (954) 321-7701. Or you may send correspondence to the address listed above.

Very Truly Yours,



MICHAEL H. MERINO, ESQ

Enclosure

MH:MBps

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Dissolution

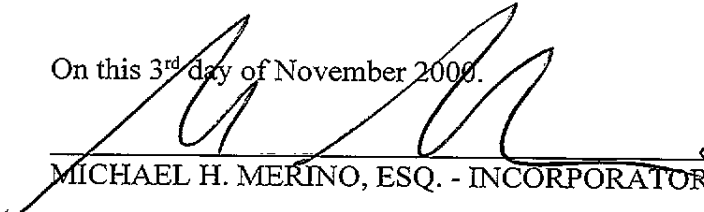
**ARTICLES OF DISSOLUTION
OF
C Z HOLDINGS, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to F.S. § 607.1401, this Florida Profit Corporation submits the following Articles of Dissolution:

- FIRST: The name of the corporation is C Z Holdings, Inc..
- SECOND: The filing date of the Articles of Incorporation was November 2nd, 2000.
- THIRD: None of the corporation's shares has been issued and the corporation has not commenced doing business.
- FOURTH: No debt of the corporation remains unpaid.
- FIFTH: The net assets of the corporation remaining after winding up have been distributed to the share holders, if shares were issued.
- SIXTH: The option of Dissolution: a majority of the incorporators authorized to dissolution.

On this 3rd day of November 2000.


MICHAEL H. MERINO, ESQ. - INCORPORATOR