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DISSOLUTION OR WITHDRAWAL

CHATOFF CORP.

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ARTICLES OF DISSOLUTION

OF

CHATOFF CORP.

Pursuant to the provisions of Section 607.1403 of the Florida Business Corporation Act, these Articles of Dissolution provide that:

ARTICLE I - NAME

The name of the corporation is Chatoff Corp. (the "Corporation").

ARTICLE II - DATE DISSOLUTION AUTHORIZED

The dissolution was authorized November 30, 2006.

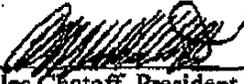
ARTICLE III - SHAREHOLDER APPROVAL

In accordance with the provisions of Sections 607.1402(6) and 607.0704 of the Florida Business Corporation Act, the dissolution was authorized, adopted and approved by the written consent of all of the holders of the Corporation's issued and outstanding shares and such shares represent a sufficient number required for said approval.

IN WITNESS WHEREOF, these Articles of Dissolution have been executed on behalf of the Corporation by its duly authorized officer on January, 2007.

CHATOFF CORP.

By: _____


Jules Chatoff, President