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Dissolution MM, 9/201/03

ARTICLES OF DISSOLUTION OF

PHOENIX STUDIOS GROUP, INC.

Pursuant to Section 607.1403 of the Florida Business Corporation Act, this Corporation submits these Articles of Dissolution.

The name of the Corporation is:

Phoenix Studios Group, Inc.

Dissolution of the Corporation was authorized on:

September 8, 2003

The number of votes cast by the shareholders for dissolution was sufficient for approval.

Signed this 8th day of September, 2003

Adam Cohen

Adam Cohen Director / President