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To:

Division of Corporations
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From:

Account Name : YOUR CAPITAL CONNECTION, INC.
Account Number : 120000000257
Phone : (850) 224-8870
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ALLAHASSEE, FLORIDA

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DIVISION OF CORPORATIONS

DISSOLUTION**USNDKIDS, INC.**

Certificate of Status	0
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O. Ouellette DEC 30 2004

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2004 DEC 29 PM 4:10
TALLAHASSEE, FLORIDAARTICLES OF DISSOLUTION
OF
USNDKIDS, INC.

Pursuant to Section 607.1403, Florida Statutes, this corporation submits the following articles of dissolution:

FIRST: The name of the corporation being dissolved is USNDKIDS, INC.

SECOND: The date of incorporation of the corporation: February 7, 2001.

THIRD: One Thousand (1,000) common shares of the corporation's stock have been issued.

FOURTH: The board of directors of USNDKIDS, INC. by Written Action dated the 22nd day of December, 2004, unanimously approved a resolution recommending the dissolution of the corporation to the shareholders.

FIFTH: The shareholders of USNDKIDS, INC. by Written Action dated the 22nd day of December, 2004, unanimously approved and adopted the Directors' resolution to dissolve the Corporation and the number of votes in favor of such dissolution were sufficient to authorize the dissolution of the Corporation.

SIXTH: These Articles of Dissolution shall be effective upon filing.

IN WITNESS WHEREOF, these Articles of Dissolution have been executed on behalf of USNDKIDS, INC., by its duly authorized officers the 22nd day of December, 2004.

USNDKIDS, INC.

BY: Arlene P. Goodwin

ARLENE P. GOODWIN, President

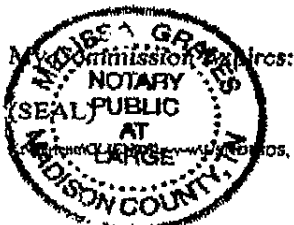
Attest: Arlene P. Goodwin

ARLENE P. GOODWIN, Secretary

(Corporate Seal)

STATE OF Tennessee
COUNTY OF Madison

The foregoing instrument was acknowledged before me this 22 day of December, 2004, by ARLENE P. GOODWIN, President of the Corporation, [] who is personally known to me or [] who has produced Tennessee Drivers License as identification.

Odessa Jones
Notary Public/State of Tennessee at Large

My Commission Expires December 18, 2006

USNDKIDS, INC. Articles of Dissolution was filed December 31, 2004