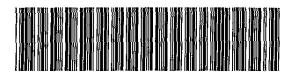
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DIVISION OF CORPORATIONS

2003 FFR 10 AM 10: 59

Dissolution AP 2-14-03

261 N.E. 32nd Cour Oakland Park, FL 3333-(954) 564-855: Fax (954) 564-856: Outside South Florid: (877) 564-855: info@michaelmurphy.com

February 1, 2003

XEMA STUDIOS INC. C/O MICHAEL MURPHY 261 N.E. 32ND COURT OAKLAND PARK, FL 33334

(954) 564-8555

ARTICLES OF DISSOLUTION

ARTICLES OF DISSOLUTION

FILED SECRETARY OF STATE DIVISION OF CORPORATION

2003 FEB | 0 AM | 10: 59 Pursuant to section 607.1403, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST:	The name of the corporation is: XEMA FOOTIOS,	INC.
£1N	1 65-1098240	
SECOND:	The date dissolution was authorized: $\frac{12}{31/2002}$.	
THIRD:	Adoption of Dissolution (CHECK ONE)	
	solution was approved by the shareholders. The number of votes sufficient for approval.	cast for dissolution
Diss	solution was approved by vote of the shareholders through voting	groups.
	the following statement must be separately provided for each voti ntitled to vote separately on the plan to dissolve:	ing group
The	number of votes cast for dissolution was sufficient for approval l	ру
<u></u>	(voting group)	
Sig	ned this 3 day of TANOARY	2003.
Signature _	(By the Chairman or Vice Chairman of the Board, President, or other officer)	
	MICHAEL MURPHY (Typed or printed name)	
	PRESIDENT (Title)	