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May 23, 2002

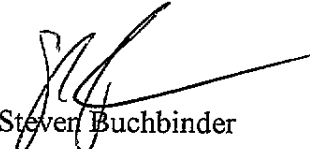
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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-05/28/02--D1087--002
*****35.00 *****35.00

To whom it may concern:

Please find the enclosed Articles of Dissolution and a check for \$35 for On Demand Live, Inc. If I need to be contacted, you can do so be the address and phone numbers above.

Kindest regards,


Steven Buchbinder

FILED
02 MAY 28 AM 10:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dissolution

T BROWN MAY 30 2002

ARTICLES OF DISSOLUTION

FILED
02 MAY 28 AM 10:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to 607.1401, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST: The name of the corporation is: ON DEMAND LIVE, INC.

SECOND: The filing date of the articles of incorporation was: 4/24/2001

THIRD: (CHECK ONE)

- None of the corporation's shares have been issued.
- The corporation has not commenced 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 shareholders, if shares were issued.

SIXTH: Adoption of Dissolution (CHECK ONE)

- A majority of the incorporators authorized the dissolution.
- A majority of the directors authorized the dissolution.

Signed this 23rd day of MAY, 2002.

Signature

(By the chairman or vice chairman of the board, president, or other officer - if there are no officers or directors, by an incorporator.)

STEVEN G BUCHBINDER

(Typed or printed name)

CHIEF EXECUTIVE OFFICER

(Title)