

P01000050277

MARY M. McDANIEL

A PROFESSIONAL ASSOCIATION

Of Counsel
C. Welborn Daniel

1330 Citizens Blvd., Suite 302
Leesburg, FL 34748
Phone: (352) 326-3311
Fax: (352) 326-5150

January 17, 2002

600004788586--2
-01/22/02--01074--015
*****35.00 *****35.00

Amendment Section
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

Re: Irwin Entertainment Inc.

Enclosed for the above referenced company is a check from my firm in the amount of \$35.00. The check is to cover the costs of the filing fee for the Articles of Dissolution.

If you need further information or have any questions, please feel free to call.

Sincerely,

MARY M. McDANIEL & ASSOCIATES, PA



MARY M. McDANIEL

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 JAN 22 AM 8:12

MMM:cm

Enclosure

F:\EASYSRCH\Documents\corporation\IE.11\dissolution.wpd

U6/d:is

V SHEPARD JAN 28 2002

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 JAN 22 AM 8:12

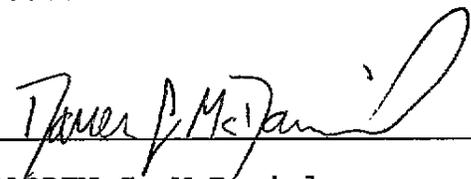
ARTICLES OF DISSOLUTION
OF
IRWIN ENTERTAINMENT, INC

Pursuant to the provisions of section 617.1403, Florida Statutes, this Florida profit corporation submits the following Articles of Dissolution:

- FIRST:** The name of the corporation is: IRWIN ENTERTAINMENT, INC.
- SECOND:** The date the dissolution was authorized: Effective
January 1, 2002
- THIRD:** Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.

The date of adoption of such resolution by the board of directors was December 31, 2001.

Signed this 17th day of January 2002.

By: 

DARREN C. McDaniel

Title: President