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LAW OFFICE  
**MARY M. McDANIEL**

A PROFESSIONAL ASSOCIATION

Of Counsel  
C. Welborn Daniel

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January 17, 2002

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

600004788586--2

-01/22/02--01074--015  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

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\JE.11c\dissolution.wpd

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V SHEPARD JAN 28 2002

ARTICLES OF DISSOLUTION  
OF  
IRWIN ENTERTAINMENT, INC

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

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