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SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 SEP -9 PM 3:29

August 22, 2002

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

Dear Sir or Madam:

Attached is the Florida Articles of Dissolution for School Bags, Inc. The company's telephone number and return address are as follows:

(561) 746-3352
School Bags, Inc.
12 Tradewinds Circle
Tequesta, FL 33469

Sincerely,

Filomena Lucia

FL:gte
Enc.: as noted

V/d's

V SHEPARD SEP 16 2002

ARTICLES OF DISSOLUTION

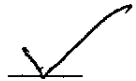
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Pursuant to section 607.1403, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST: The name of the corporation is: School Bags, Inc.

SECOND: The date dissolution was authorized: August 15, 2002

THIRD: Adoption of Dissolution (CHECK ONE)



Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.

_____ Dissolution was approved by vote of the shareholders through voting groups.

The following statement must be separately provided for each voting group entitled to vote separately on the plan to dissolve:

The number of votes cast for dissolution was sufficient for approval by

(voting group)

Signed this 30 day of August, 2002

Signature Filomena Lucia
(By the Chairman or Vice Chairman of the Board, President, or other officer)

Filomena Lucia
(Typed or printed name)

President
(Title)