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LAW OFFICES
LINSKY AND LINSKY

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TAMPA, FLORIDA 33606
(813) 251-5197
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Sun City Center

September 26, 2002

REPLY TO:

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

100008125021--8
-10/01/02--01029--001
*****43.75 *****43.75

Re: DPF Consulting, Inc.
Articles of Dissolution

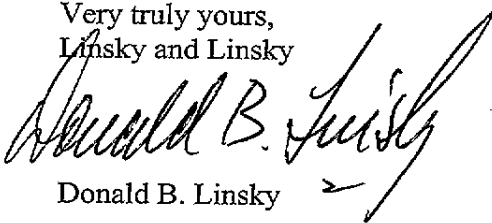
Dear Sir:

We enclose for filing on behalf of the above corporation:

1. Articles of Dissolution executed in duplicate pursuant to Florida Statutes Section 607.1402, with attached Shareholders' Consent to Voluntary Dissolution; and,
2. Check in the amount of \$43.75 representing a filing fee of \$35.00 and \$8.75 for a certified copy pursuant to Florida Statutes.

Please send the certified copy of the Articles of Dissolution at your earliest convenience to our Sun City Center address.

Very truly yours,
Linsky and Linsky


Donald B. Linsky

DBL:jcr d:\dpfconsu\letter.2
enclosure

FILED
02 OCT -1 PM 2:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Vol/dis
T. Lewis 10/1/02

ARTICLES OF DISSOLUTION

DPF CONSULTING, INC.

The undersigned president of DPF Consulting, Inc., hereby subscribes to these articles of dissolution pursuant to Florida Statutes Section 607.1402.

ARTICLE I. NAME

The name of this corporation is DPF Consulting, Inc.

ARTICLE II. DISSOLUTION DATE

The date dissolution was authorized was September 27, 2002.

ARTICLE III. OFFICERS

The names of the officers of this corporation are as follows:

President	Frank Bane
Vice President	Jack Pepper
Secretary	Don Waitt
Treasurer	Don Waitt

The address of each of the above officers of this corporation is:

2431 Estancia Boulevard
Building B
Clearwater, Florida 33761

ARTICLE IV. DIRECTORS

The names of the directors of this corporation are:

Frank Bane
Jack Pepper
Don Waitt

The address of the above directors of this corporation is:

2431 Estancia Boulevard
Building B
Clearwater, Florida 33761

ARTICLE V. DEBTS

All debts, obligations and liabilities of the corporation have been paid or discharged or adequate provision has been made for them.

FILED
02 OCT -1 PM 2:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI. DISTRIBUTION OF PROPERTY

All remaining property and assets of the corporation have been distributed among its shareholders in accordance with their respective rights and interests.

ARTICLE VII. NO PENDING ACTIONS

There are no actions pending against the corporation in any court.

ARTICLE VIII. CONSENT OF SHAREHOLDERS ATTACHED

An executed copy of the Written Consent of the Shareholders to dissolve is attached. The Written Consent has been signed by all of the Shareholders of the corporation.

DPF Consulting, Inc.

By: _____

Frank Bane, President

Attest:

By: _____

Don Waitt, Secretary

[CORPORATE SEAL]

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SHAREHOLDERS' CONSENT TO VOLUNTARY CORPORATE DISSOLUTION

The undersigned, being all of the shareholders of DPF Consulting, Inc., consent to the voluntary dissolution of the corporation.

Dated as of September 27, 2002.

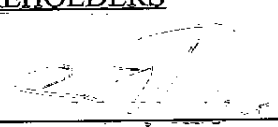
SHARES

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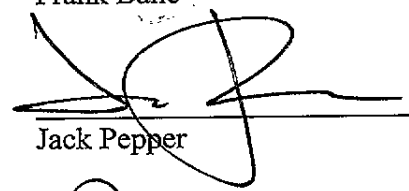
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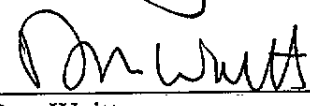
SHAREHOLDERS



Frank Bane



Jack Pepper



Don Waitt