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2005 MAY -3 AM II: 17
SECRETARY OF STATE

Dissolution 5-10-05

FILED

ARTICLES OF DISSOLUTION

2005 MAY -3 AM II: 18

SECRETARY OF STATE TALLAHASSEE, FLORIDA

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

| FIRST: | The name of the corporation is: "MARCAND" THTERNATIONAL CORP. |
|--------------------|---|
| SECOND: | The date dissolution was authorized: 12/31/04 |
| THIRD: | Adoption of Dissolution (CHECK ONE) |
| | solution was approved by the shareholders. The number of votes cast for dissolution sufficient for approval. |
| Diss | solution was approved by vote of the shareholders through voting groups. |
| | the following statement must be separately provided for each voting group ntitled to vote separately on the plan to dissolve: |
| The | number of votes cast for dissolution was sufficient for approval by |
| | (voting group) |
| Sig Signature _ | med this 31 ^{3T} day of MARCH , 2005. |
| | (By the Chairman or Vice Chairman of the Board, President, or other officer) Ausberto C Candales (Typed or printed name) |
| | President (Title) |