

BLOCK & COLUCCI, P.A.

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*Admitted in FL and NY

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January 10, 2002

Via UPS Overnight Delivery

Department of State Limited Liability Company Filing 409 E. Gaines Street Tallahassee, FL 32399

400004768564--5 -01/11/02--01024--018 *****35.00 *****35.00

Re: NETWATCH, INC. NETWATCH, LLC

To Whom It May Concern:

Enclosed please find the following documents in the above referenced matters:

- 1. Articles of Dissolution for Netwatch, Inc.
- 2. Check numbered 6250 in the amount of \$35.00, representing your fee for Dissolution.
- 3. Original and one copy of Articles of Organization for Netwatch, LLC. Please return date stamped copy.
- 4. Check numbered 6251 in the amount of \$125.00, representing your fee for Articles.

Should you have any questions, please feel free to contact our office.

Very truly yours,

BLOCK & COLUCCI, P.A.

Regina Holley

Legal Assistant to Scott J. Leitten, Esq.

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ECCEPTABLY OF STATE

ARTICLES OF DISSOLUTION

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

FIRST:

The name of the corporation is:

NETWATCH, INC.

SECOND:

The date dissolution was authorized:

December 13, 2001.

THIRD:

Adoption of Dissolution (CHECK ONE)

 \mathbf{X}

Dissolution was approved by the shareholders. The number of votes

cast for dissolution was sufficient for approval.

Dissolution was approved by vote of shareholders voting through

voting groups.

Signed this _/O day of January, 2002

Jose E. Medina, President and Director