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LAW OFFICES OF
STEPHEN K. JOHNSON, P.A.

1927 N.W. 13TH STREET, SUITE A • GAINESVILLE, FLORIDA 32609
MAILING ADDRESS: P.O. BOX 5279 • GAINESVILLE, FLORIDA 32627-5279
TEL: (352) 376-3297 • FAX: (352) 371-1798
E-MAIL: skjohnson@bellsouth.net
www.stephenkjohnsonpa.com

STEPHEN KERR JOHNSON

November 28, 2005

Amendment Section
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

Re: Apeiron Pilates, Inc.

Dear Clerk:

Enclosed herewith please find the following:

- (X) The original copy of the Plan of Distribution of Assets for Apeiron Pilates, Inc. along with the articles of dissolution of corporation regarding the above captioned case. Also, enclosed is a check in the amount of \$35.00 representing the filing fee

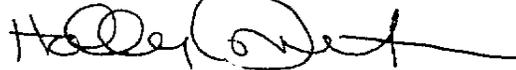
Will you please:

- (X) File Accordingly.

Thank you for your attention. Should you have any questions regarding the enclosed, please do not hesitate to contact our office.

Sincerely yours,

STEPHEN K. JOHNSON, P.A.



Holly Smith, Office Manager for
Stephen K. Johnson

SKJ/hls
Encl.

12/31/05

ARTICLES OF DISSOLUTION OF CORPORATION

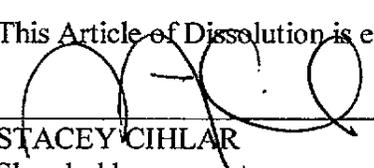
STACEY CIHLAR and **RENEE GIBBONS**, being the only two directors and board members of the corporation **APEIRON PILATES, INC.**, (hereinafter "**APEIRON**"), hereby agree and declare these articles of dissolution, being in compliance with the laws of the State of Florida pursuant to Fl. Stat. § 607.1403, will serve to dissolve the Florida profit corporation of **APEIRON**.

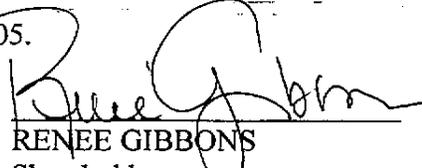
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Pursuant to the laws of the State of Florida articles of dissolution must set forth the following:

- (a) The name of the corporation is **APEIRON PILATES, INC.** (Hereinafter "**APEIRON**").
- (b) The articles of incorporation for **APEIRON** were filed on October 22, 2001.
- (c) No debts of **APEIRON** remain unpaid.
- (d) **STACEY CIHLAR** and **RENEE GIBBONS**, being the only two directors and shareholders of the corporation **APEIRON**, hereby authorize the dissolution of **APEIRON** on November 18, 2005.

This Article of Dissolution is effective on December 31, 2005.


STACEY CIHLAR
Shareholder


RENEE GIBBONS
Shareholder

11.17.05
Date

11.18.05
Date