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MILLENNIUM COMICS, INC.
2606 South Miller Road
Valrico, FL 33594

September 17, 2002

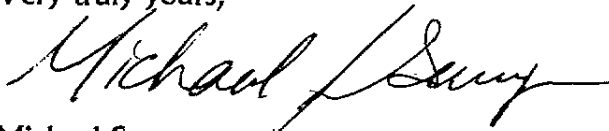
Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Re: Millennium Comics, Inc.

Dear Sir or Madam:

Enclosed please find the original Articles of Dissolution and Consent in Lieu of Special Meeting of Board of Directors, together with a check in the amount of \$43.75. This represents the filing fee and certificate of status for Millennium Comics, Inc.

Very truly yours,

A handwritten signature in black ink, appearing to read "Michael Savage", written over a horizontal line.

Michael Savage
Vice-President

Enclosures

Check stapled here

\$43.75
Department of State.

ARTICLES OF DISSOLUTION

of

MILLENNIUM COMICS, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
03 FEB 10 PM 3:48

The undersigned corporate officer, a natural person competent to contract, hereby dissolves the corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation herein dissolving is Millennium Comics, Inc.

ARTICLE II - OFFICERS

The officers of the corporation are as follows:

Scott Rienbeck
Michael Savage
Charlotte Savage

ARTICLE III - DIRECTORS

The directors of the corporation are as follows:

Scott Rienbeck
Michael Savage
Charlotte Savage

ARTICLE IV - DEBTS

All debts of the corporation have been paid, discharged or provision made for payment.

ARTICLE V - PROPERTY DISTRIBUTION

No property remains in the corporation after applying it to the payment of the liabilities and obligations of the corporation.

ARTICLE VI - ACTIONS PENDING

At the present time, there are no actions pending against the corporation.

ARTICLE VII - RESOLUTION TO DISSOLVE


A copy of the resolution to dissolve is attached and incorporated herein by reference. Such resolution was adopted by the shareholders and directors of the corporation effective as of October 1, 2002.

ARTICLE VIII - FILING WITH STATE OF FLORIDA

These Articles of Dissolution shall be delivered to the Department of State. Upon finding that these Articles of Dissolution conform to law, it shall, when all fees and taxes have been paid as prescribed in Chapter 607, Florida General Corporation Act, file the Articles of Dissolution in accordance with the Florida General Corporation Law.

ARTICLE IX - CESSATION OF EXISTENCE

Upon the filing of these Articles of Dissolution by the Department of State, the existence of the corporation shall cease, except for the purpose of suits, other proceedings, and appropriate corporate actions by shareholders, directors, and officers as provided in the Florida General Corporation Law.


Michael Savage, Vice-President

Notary Public, State of Florida at Large
My commission expires:

**CONSENT IN LIEU OF SPECIAL MEETING
OF BOARD OF DIRECTORS AND SHAREHOLDERS
OF MILLENNIUM COMICS, INC.**

The undersigned, being all of the Directors and/or Shareholders of Millennium Comics, Inc. ("the Corporation"), acting without meeting pursuant to the Florida General Corporation Act, hereby consent to and adopt the following actions, preambles, and resolutions:

(1) RESOLVED, that this Consent shall be in lieu of a Special meeting of the Shareholders and Board of Directors of this Corporation.

(2) RESOLVED, that the Corporation shall be dissolved upon consent of the shareholders and directors, by filing Articles of Dissolution with the State of Florida, effective October 1, 2002.


The directors of the corporation are as follows:

Scott Rienbeck
Michael Savage
Charlotte Savage

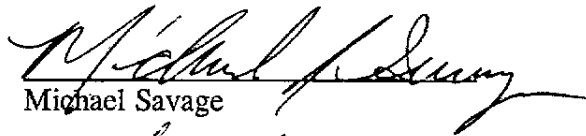
The shareholders of the corporation are as follows:

Scott Rienbeck
Michael Savage
Charlotte Savage

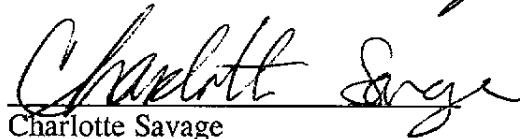
Dated this 17 day of September, 2002



Scott Rienbeck



Michael Savage



Charlotte Savage