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January 30, 2002

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▼ BOARD CERTIFIED INTERNATIONAL LAW

Amendment Filing Section
Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

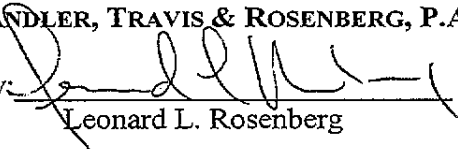
KLW USA, Inc.

Dear Sir or Madam:

Enclosed for filing are Articles of Dissolution for KLW USA, Inc. Also enclosed is a check for \$35.00 to cover the cost of filing. Please contact me if there are any questions.

Sincerely yours,

SANDLER, TRAVIS & ROSENBERG, P.A.

By: 

Leonard L. Rosenberg

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Utdis.

V. SHEPARD FEB - 7 2002

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DIVISION OF CORPORATIONS
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KLW USA, Inc.

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ARTICLES OF DISSOLUTION

Pursuant to sections 607.1401 and ~~607.1403~~ of the Florida statutes, the sole director of the corporation hereby files these Articles of Dissolution and states as follows:

The name of corporation is KLW USA, Inc.;

The Articles of Incorporation were filed on November 14, 2001;

The corporation has not commenced business and no shares of the corporation have been issued;

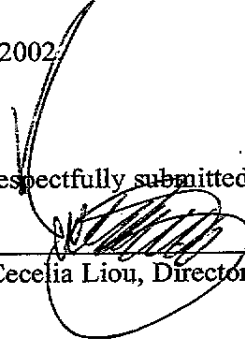
No debt of the corporation remains unpaid; and

All of the directors authorized the dissolution of the corporation.

The dissolution was authorized on January 25, 2002.

Dated: January 28, 2002

Respectfully submitted:



Cecelia Liou, Director