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LAW OFFICES OF

JEAN S. PERWIN

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March 5, 2002

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

500005072375--3

-03/08/02--01025--005

*****35.00 *****35.00

RE: FUN WITH LANGUAGES, INC.

Dear Sir or Madam:

Enclosed please find:

1. Articles of Dissolution on behalf of Fun with Languages, Inc.
2. A check in the amount of \$35.00 for the filing fees.

If you have any questions regarding this filing, please do not hesitate to contact me.

Sincerely,

Jean S. Perwin

JEAN S. PERWIN

JSP:alc

Enclosures

FILED
02 MAR 08 AM 11:01
DIVISION OF STATE
TALLAHASSEE, FLORIDA

FUN WITH LANGUAGES, INC.

FILED

ARTICLES OF DISSOLUTION

02 MAR -8 AM 11:02

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Fun with Languages, Inc., a Florida corporation, executes the following articles of dissolution pursuant to section 607.1403 of the Florida Business Corporation Act:

FIRST: The name of the corporation is **Fun with Languages, Inc.** (the "company").

SECOND: The company's articles of incorporation were filed on **November 27, 2001**.

THIRD: The company has not commenced business and none of the company's shares of stock have been issued.

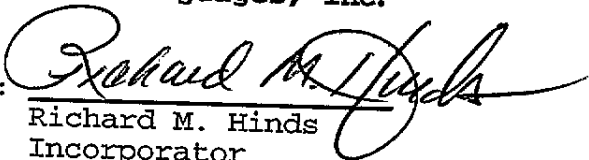
FOURTH: The company does not have any unpaid debt.

FIFTH: A majority of the incorporators of the company authorized the dissolution of the company on February 22, 2002.

EXECUTED: February 22, 2002

Fun with Languages, Inc.

By:


Richard M. Hinds
Incorporator