

P01000113642

Florida Department of State
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To:

Division of Corporations
Fax Number : (850) 205-0380

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

RECEIVED

04 AUG 30 AM 7:41

DIVISION OF CORPORATIONS

FILED
04 AUG 30 PM 1:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DISSOLUTION

HOME PERFORMANCE, INC.

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$35.00

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ARTICLES OF DISSOLUTION

1. The name of the corporation is HOME PERFORMANCE, INC.
2. The names and respective addresses of its officers are:

Juan E. Lopez
350 NW 70th Avenue, Suite B
Ft. Lauderdale, FL 33317-2911

Roberto Quintana
350 NW 70th Avenue, Suite B
Ft. Lauderdale, FL 33317-2911

3. The names and respective addresses of its directors are:

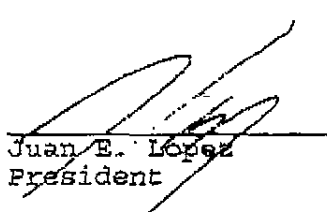
Juan E. Lopez
350 NW 70th Avenue, Suite B
Ft. Lauderdale, FL 33317-2911

Roberto Quintana
350 NW 70th Avenue, Suite B
Ft. Lauderdale, FL 33317-2911

4. The Document number of the corporation is: P01000113642
5. All debts, obligations, and liabilities of the corporation have been paid or discharged or adequate provisions have been made for them.
6. All of the remaining property and assets of the corporation have been distributed among its shareholders in accordance with their respective rights and interests.
7. There are no actions pending against the corporation in any court.

A copy of the resolution to dissolve is attached. That resolution was adopted by the shareholders of the corporation on August 25, 2004.

Dated August 23RD, 2004.


Juan E. Lopez
President


Juan E. Lopez, Secretary

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TALLAHASSEE, FLORIDA

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HOME PERFORMANCE, INC.

SECRETARY'S CERTIFICATE OF CORPORATE RESOLUTION

I, Juan E. Lopez, Secretary of Home Performance, Inc., do hereby certify that the following is a true and correct copy of a resolution adopted by joint written action of shareholders and directors dated August 25, 2004.

RESOLVED, that the following plan of complete liquidation is hereby adopted:

HOME PERFORMANCE, INC.

PLAN OF COMPLETE LIQUIDATION

A. The corporation shall cease operation immediately, collect all its receivables and pay all its payables. The officers of this corporation are hereby authorized and empowered to distribute the remaining assets of the corporation to the shareholders. The officers are hereby authorized and empowered to prepare and execute any and all papers and documents which may be necessary or appropriate to carry out this resolution.

B. RESOLVED further upon the, collection of receivables and payment of liabilities, the corporation shall distribute all of its remaining assets to its shareholders in exchange for the shares of stock presently owned by each of them.

C. RESOLVED further that the officers of this corporation are hereby empowered to take such action as is necessary to effectuate this plan of complete liquidation and liquidate the

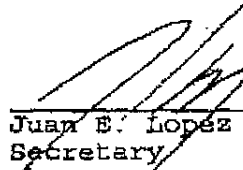
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corporation, including, without limitation, the execution and filing of the Articles or Certificates of Dissolution with the appropriate state authorities, and the preparation and filing with the Internal Revenue Service of any papers or documents which may be necessary or appropriate.

D. RESOLVED, that the signing of this joint written action shall constitute full ratification thereof by the shareholders and directors.

IN WITNESS WHEREOF, my signature and the seal of this corporation have been affixed at the City of Ft. Lauderdale, County of Broward, State of Florida, this 25 day of August, 2004.



Juan E. Lopez
Secretary

(SEAL OF CORPORATION)

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