

PO1000119723

JOHN FLANDERS
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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 MAR 22 PM 12:44

March 20, 2002

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

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-03/22/02--01053--013
*****35.00 *****35.00

Re: Dissolution of R.E.M. Worldwide, Inc. # P 01000119723

Dear Sir or Madam,

Enclosed, please find an original and a copy of the corporate meeting dissolving the above cited corporations; and Articles of Dissolution and a copy pf each. Also enclosed, please find Western Union money order # 06-870979722 in the amount of thirty five dollars and no cents (\$35.00) as the fee for dissolution.

Please return the copy.

Sincerely,



John Flanders
JF/pw

Enclosures

Voldis

V SHEPARD MAR 28 2002

Articles of Dissolution

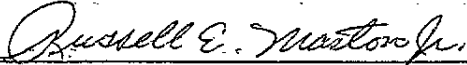
R.E.M. Worldwide, Inc.

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At a meeting of the Director, and sole incorporator was dissolved at 9 am on March 18th, 2002, due to the fact that the sole director and incorporator will apparently be determined to be disabled, and the following Articles of Dissolution are submitted to the Florida Secretary of State along with the appropriate fees per Florida Statute 607.1401, 607.1402 and 607.1403.

1. The name of the corporation is R.E.M. Worldwide, Inc # P01000119723
2. The date of the filing of the Articles of Incorporation was December 19th, 2001
3. None of the corporate shares have been issued and the corporation has not started business.
4. No debt of the corporation remains unpaid.
5. That the net assets of the corporation remaining after winding up have been distributed to the shareholders, if shares were issued
6. That a majority (all) of the incorporators and / or directors have authorized the dissolution.
7. While no shares of stock were actually transferred by R.E.M. Worldwide, Inc to any shareholder, Russell E. Maston, Jr., as the sole director and incorporator would have been the sole shareholder.

To which all parties agree and adopt unanimously this 18th day of March, 2002.



Russell ER. Maston, Jr
President, director, sole incorporator
R.E.M. Worldwide, Inc.