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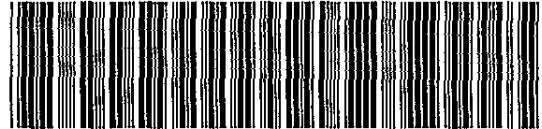
(Business Entity Name)

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CHARLES H. BURNS
ATTORNEY AT LAW
Oceanside Professional Centre
1080 E. Indiantown Road
Jupiter, Florida 33477

Telephone: (561) 747-2600

Fax: (561) 575-7642

February 4, 2003

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

Re: Dissolution of Paul Frankfurth Enterprises, Inc.

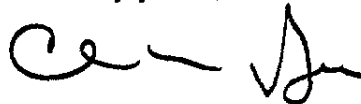
Gentlemen:

Enclosed please find an original and one copy of the Articles of Dissolution for PAUL FRANKFURTH ENTERPRISES, INC., along with our check in the amount of \$35.00 for the filing fee. We have also enclosed Minutes of a Special Meeting of the Board of Directors and Shareholders regarding the same.

Please return a stamped copy to our office in the self-addressed envelope that has been provided for your convenience. *Return*

Should you have any questions or comments, please do not hesitate to call.

Sincerely yours,



Charles H. Burns

CHB/lt

Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
03 FEB 10 PM 3:47

**ARTICLES OF DISSOLUTION BY
PAUL FRANKFURTH ENTERPRISES, INC.**

To: Department of State
Tallahassee, FL 32304

Date Paid:
Filing Fee: \$35.00

Pursuant to the provisions of Section 607.251 of the Florida General Corporation Act, the undersigned corporation hereby adopts the following Articles of Dissolution for the purpose of dissolving the corporation:

1. The name of the Corporation is **PAUL FRANKFURTH ENTERPRISES, INC.**
2. The names and respective addresses of the officers of the corporation are as follows:

PAUL FRANKFURTH
6502 S.E. WINDSONG LANE
STUART, FLORIDA 34997

3. The names and respective addresses of the directors of the corporation are as follows:

PAUL FRANKFURTH
6502 S.E. WINDSONG LANE
STUART, FLORIDA 34997

4. All liabilities and obligations of the corporation have been paid or discharged as of the date these Articles are executed.
5. All property and assets of the corporation remaining after the payment of all debts, obligations and liabilities of the corporation, have been distributed among its shareholders in accordance with their respective rights and interests.
6. There are no actions pending against the corporation in any court.

7. The corporation has elected to dissolve by act of the corporation, a resolution to dissolve having been duly adopted by the shareholders on September 13, 2001. A copy of such resolution is attached to these articles.

Dated this 4th day of February, 2003.

**PAUL FRANKFURTH ENTERPRISES,
INC.**

By: Paul Frankfurth
PAUL FRANKFURTH
President and Director

MINUTES OF A SPECIAL MEETING OF
THE BOARD OF DIRECTORS OF
PAUL FRANKFURTH ENTERPRISES, INC.

A Special Meeting of the Board of Directors was held at 10:00 a.m. on February 4, 2003, at 1080 East Indiantown Road, Jupiter, Florida 33477, pursuant to the foregoing call of the President dated January 27, 2003. All directors were present and signed a Waiver of Notice of such meeting, which waiver has been filed with corporate records and is attached and made a part of the minutes of this meeting. PAUL FRANKFURTH and was present, constituting a quorum, as the Chairman of the meeting.

Director, PAUL FRANKFURTH, acted as Chairman of the meeting and acted as Secretary of the meeting also.

The President and Director, PAUL FRANKFURTH, moved that the corporation adopt the resolution to dissolve the corporation and distribute all assets to its shareholders.

Resolved, the Board of Directors of this corporation hereby authorize the dissolution of the corporation and a distribution of all assets of the corporation according to the terms and conditions of the Bylaws.

Resolved further that the President of the corporation be, and hereby is authorized, and directed to execute and deliver in the name and on behalf of the corporation all bills of sale, assignments and other instruments of transfer as may be deemed necessary or proper to affect the transfer of the assets of the corporation.

It is Resolved further that the President of the corporation be and is hereby authorized and directed to execute and deliver to the Secretary of State for the State of Florida Articles of Dissolution formally dissolving this corporation.

There being no further business before the Meeting, on motion duly made, seconded and carried, the meeting was adjourned.