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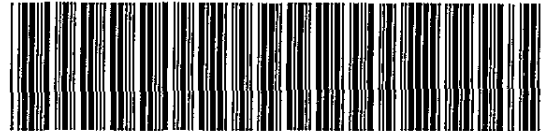
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TALLAHASSEE, FLORIDA

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Dissolution  
JFM  
11/4/03

**BIVENS, JONES & ASSOCIATES**

**Attorneys and Counselors at Law**

**1543 Kingsley Ave. #18-B**

**Orange Park, Florida 32073**

**Office (904) 264-3412**

**Fax (904) 264-2456**

**Please reply to: Orange Park Office**

Burney Bivens, Esq.  
Edward W. Dawkins, Esq.  
Arthiel (Josh) Jones, Esq.\*  
Robert E. Lee, Esq.\*\*

Also Admitted in New York\*

Also Admitted in Ohio\*\*

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101 E. Union Street, Ste 403  
Jacksonville, FL 32202

Office (904) 353-9100

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October 29, 2003

Florida Department of State  
Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

**RE: Articles of Dissolution of The Elite Learning Center, Inc.**

Dear Secretary of State:

Please find enclosed the original and one copy of the Articles of Dissolution of The Elite Learning Center, Inc.

Also, enclosed is our check in the amount of \$125.00 to cover the filing fees. Please return the extra copy of the Articles for the dissolution to my office after it has been filed.

Thank you for your cooperation.

Yours truly,

**BIVENS, JONES & ASSOCIATES**

  
Burney Bivens, Esquire

BB\tam

Enclosures

ARTICLES OF DISSOLUTION  
OF  
THE ELITE LEARNING CENTER, INC.

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FILED  
03 OCT 31 PM 12:02  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

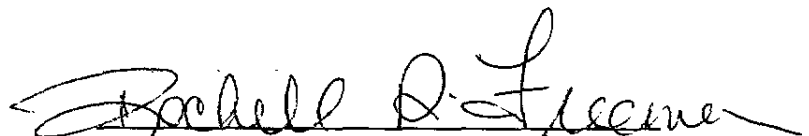
1. The name of the Corporation to be dissolved is The Elite Learning Center, Inc.
2. The date the dissolution was authorized was October 29, 2003.
3. The dissolution was approved by the Shareholders and the number of votes cast for dissolution was 100% and therefore was sufficient for approval.
4. The names and respective addresses of each of the shareholders who voted for dissolution are:

Rochell Freeman  
8797 Whispering Pines Drive  
Orange Park, FL 32073-5543

Sonya Carpenter  
1955 Layton Road  
Jacksonville, FL 32211

5. The date the dissolution was authorized by the Shareholders was May 31, 2003.

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Dissolution of THE ELITE LEARNING CENTER, INC. at Orange Park, Clay County, Florida on this 29<sup>th</sup> day of October, 2003.

  
Rochell Freeman, President

STATE OF FLORIDA

COUNTY OF CLAY

BEFORE ME, the undersigned authority, personally appeared ROCHELL FREEMAN, as President of THE ELITE LEARNING CENTER, INC., who is well known to be the person who subscribed the above Articles of Dissolution, or who produced

FOL # F655 724 738770 as identification, and she did freely and voluntarily acknowledge before me according to the law that she made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto affixed my official hand and seal on this 29th day of October, 2003.

  
Notary Public, State of Florida  
My Commission Expires:



Burney Bivens  
MY COMMISSION # DD207327 EXPIRES  
July 4, 2007  
BONDED THRU TROY FAIN INSURANCE, INC.