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Dissolution

DUARTE AND ARIZ, LLP

Attorneys and Counsellors

Alhambra West

95 Merrick Way, Suite 514 Coral Gables, Florida 33134 Tel. 305- 444-7311 Fax 305- 441-7026

E-mail eduarte@duartearizlaw.com

January 9, 2006

Florida Department of State Division of Corporations Clifton Building 2661 Executive Center Circle Tallahassee, Florida 32301

Re: Villa Mendoza Inc., Articles of Dissolution

To Whom It May Concern:

Enclosed, please find the Articles of Dissolution for the above-referenced Incorporation with a file date of November 21, 2002. Additionally please find our firm check in the amount of \$35.00 to cover the Filing Fee for said Dissolution.

Should you have any questions please do not hesitate to contact the undersigned. Thank you for your anticipated cooperation.

Sincerely,

Kimberly Cipolato

Assistant to Mr. Duarte

Enclosures

ARTICLES OF DISSOLUTION VILLA MENDOZA, INC.

Pursuant to section 607.1401, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST:

The name of the corporation as currently filed with Department of

State is Villa Mendoza, Inc.

SECOND:

The document number of the corporation is P02000124384.

THIRD:

The file date of the articles of incorporation was November 21, 2002.

FOURTH:

All of the corporation's shares have been issued.

FIFTH:

No debt of the corporation remains unpaid.

SIXTH:

The net assets of the corporation remaining after winding up have

been distributed to the shareholders.

SEVENTH:

All of the directors and shareholders authorized the dissolution.

Signed this

day of December 2005.

Juan Carlos Menendez, President