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Office Use Only



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To: Division of Corporations From: Emae Villalobos / Pres.

Re: Closing & Dissolution of S & D Auction House Inc. / P0300055645

To Whom it May Concern,

Enclosed are the necessary forms and filing fee to close the above corporation. If it makes any difference we ceased doing business and closed our doors October 31st, 2003. I did not know that I needed to file these forms till just now. If you need any additional information please contact me. Thank you for your time.

Sincerely,

Emae Villalobos

3/4/04

TRANSMITTAL LETTER

TO: Amendment Section

Division of Corporations P.O. Box 6327

Tallahassee, Florida 32314

| Division of Corporations |
|---|
| SUBJECT: Dissolution of Confunctions |
| DOCUMENT NUMBER: DC308055645 |
| The enclosed Articles of Dissolution and fee are submitted for filing. |
| Please return all correspondence concerning this matter to the following: |
| Empe Villalabos (Name of Person) |
| (Name of Person) |
| I a ! Sudion House Inc. |
| (Name of Firm/Company) |
| Port Orange + 32128 (City/State/and Zip Code) |
| (Address) |
| Port Orange FC 32128 |
| (City/State/and Zip Code) |
| For further information concerning this matter, please call: |
| Comme Villalibos at (386) 304-1193 |
| (Name of Person) (Area Code & Daytime Telephone Number) |
| Enclosed is a check for the following amount: |
| ■\$35 Filing Fee U \$43.75 Filing Fee & Certificate of Status Certified Copy (Additional copy is enclosed) □ \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed) |
| MAILING ADDRESS: Amendment Section STREET ADDRESS: Amendment Section |

Division of Corporations 409 E. Gaines Street

Tallahassee, Florida 32399

ARTICLES OF DISSOLUTION

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: State: House, Inc. | |
|---|--|--|
| SECOND: | The document number of the corporation (if known): 70300055645 | |
| THIRD: | The file date of the articles of incorporation was: 5-20-03 | |
| FOURTH: | (CHECK AT LEAST ONE BOX) | |
| | None of the corporation's shares have been issued. | |
| | The corporation has not commenced business. | |
| 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, if shares were issued. | |
| SEVENTH: | Adoption of Dissolution (CHECK ONE) | |
| | A majority of the incorporators authorized the dissolution. | |
| A majority of the directors authorized the dissolution. | | |
| : | Signed this day of day of | |
| Signatu | (By a director, president or other officer - if directors or officers have not been selected, by an incorporator if in the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary.) | |
| | Enge Villalobe (Typed or printed name of person signing) | |
| | Title of person signing) | |

Filing Fee: \$35