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BWYT BUSINESS ADVISERS, INC.

Tax and Accounting Services 9050 Pines BIVd., Suite 450-8 Pembroke Pines, FL 33024 Phone: (954) 443-1594 Fax: (954) 443-1597

e-mail: accounting@bwtba.com

January 21, 2004

Florida Department of State Division of Corporation 409 Gaines Street Tallahassee, FL 32399 Via Regular Mail

Ref: Shoe Magnate, Inc - Tax ID # 20-0044511

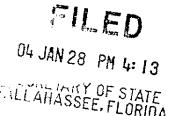
To Whom It May Concern:

Enclosed you will find the articles of dissolution for the above referenced client and check # 2048 from Wachovia Bank in the amount of \$ 35.00 corresponding to the filing fees.

If you have any questions or need additional information contact us at the office.

Sincerely,

Navarit Bricer



ARTICLES OF DISSOLUTION OF SHOE MAGNATE, INC.

Pursuant to section 607.1401 of Florida Statutes, Shoe Magnate, Inc. hereby submits the following Articles of Dissolution:

ARTICLE I

The name of the corporation is SHOE MAGNATE, INC.

ARTICLE II

The document number of the corporation is P03000066904.

ARTICLE III

The file date of the Articles of Incorporation was: June 17, 2003.

ARTICLE IV

The corporation did not issued shares and did not commenced business activity.

ARTICLE V

No debt of the corporation remains unpaid.

ARTICLE VI

The Adoption of Dissolution was authorized by a majority of the corporate directors.

Signed this 20 day of 70nuary of 2004

Alejandro R Gotera

President of

SHOE MAGNATE, INC.

Nakarid G. Melean

Vice President of

SHOE MAGNATE, INC.