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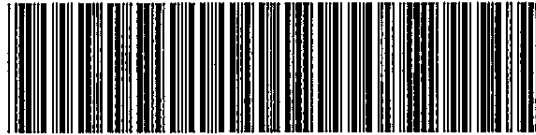
(Business Entity Name)

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DIVISION OF REGISTRATION

dis-

G. Coulliette JUL 11 2005



CORPORATION SERVICE COMPANY'

ACCOUNT NO. : 072100000032

REFERENCE : 475156 124904A

AUTHORIZATION

Patricia Pizeto

COST LIMIT : \$ 35.00

ORDER DATE : July 11, 2005

ORDER TIME : 11:40 AM

ORDER NO. : 475156-015

CUSTOMER NO: 124904A

CUSTOMER: John P. Miller
John P. Miller, C.p.a., P.a.
Suite 305a
2499 Glades Road
Boca Raton, FL 33431

DOMESTIC FILINGS

NAME: U.S. CAPITAL MANAGEMENT, INC.

XX ARTICLES OF DISSOLUTION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_____ CERTIFIED COPY
XX _____ PLAIN STAMPED COPY
_____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Darlene Ward - EXT# 2935

EXAMINER'S INITIALS: _____

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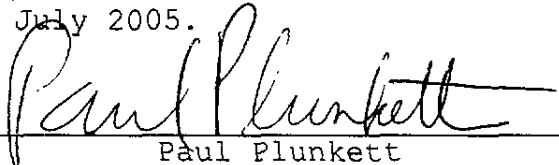
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF DISSOLUTION
PURSUANT TO SECTION 607.1403 OF THE
FLORIDA BUSINESS CORPORATION ACT

Pursuant to the provisions of Section 607.1403 of the Florida Business 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 U. S. Capital Management, Inc.
2. The dissolution of the Corporation was authorized on July 8th, 2005.
3. The number of votes cast by the Sole Shareholder was sufficient for approval of the dissolution of the Corporation.
4. There is only one voting group entitled to vote on these Articles of Dissolution. The number of votes cast for said Articles of Dissolution by said voting group was sufficient for approval by that voting group.

In witness whereof, the undersigned, as President and Director of the Corporation, has executed these Articles of Dissolution this 8th day of July 2005.


Paul Plunkett
President and Director