P03000133772

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LAW OFFICES

MITRANI, RYNOR, ADAMSKY & MACAULAY, P.A.

2200 SUNTRUST INTERNATIONAL CENTER
ONE SOUTHEAST THIRD AVENUE

MIAMI, FLORIDA 33131

TELEPHONE (305) 358-0050 TELECOPIER (305) 358-0550

May 6, 2004

By FedEx

Division of Corporations 409 East Gainesville Street Tallahassee, Florida 32399 Attn: Amendment Section

Re:

Articles of Dissolution of Nexus International Broadcasting,

Inc. (Florida)

Document No.: P03000133772

Dear Sir or Madam:

We represent Nexus International Broadcasting, Inc., a Florida corporation ("Nexus Florida"), Nexus International Broadcasting, Inc., a Delaware corporation ("Nexus Delaware") and their principals, Cesar Mazotta and Fernando Toledo. Enclosed are the Articles of Dissolution of Nexus Florida, together with an application by Nexus Delaware as a foreign corporation for authorization to transaction business in Florida.

We hereby confirm that Nexus Florida will not revoke its Articles of Dissolution and hereby releases the name "Nexus International Broadcasting, Inc." so that it may be used by Nexus Delaware in Florida.

Please feel free to call the undersigned with any questions and comments.

Sincerely,

Robert B. Macaulay

RBM/sff

cc: Fernando Toledo

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TRANSMITTAL LETTER

TO: Amendment Section Division of Corporations SUBJECT: Nexus International Broadcasting, Inc. DOCUMENT NUMBER: P03000133772 The enclosed Articles of Dissolution and fee are submitted for filing. Please return all correspondence concerning this matter to the following: Robert B. Macaulay (Name of Person) Mitrani, Rynor, Adamsky & Macaulay, P.A. (Name of Firm/Company) One Southeast Third Avenue, Suite 2200 (Address) Miami, Florida 33131 (City/State/and Zip Code) For further information concerning this matter, please call: Robert B. Macaulay at (305) 358-0050 (Name of Person) (Area Code & Daytime Telephone Number) Enclosed is a check for the following amount: **☑** \$35 Filing Fee □ \$43.75 Filing Fee & □ \$43.75 Filing Fee, Certified Copy Certificate of Status & Certificate of Status (Additional copy is Certified Copy (Additional copy is enclosed) enclosed)

MAILING ADDRESS:

Amendment Section .
Division of Corporations P.O. Box 6327
Tallahassee, Florida 32314

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:
	Nexus International Broadcasting, Inc.
SECOND:	The document number of the corporation (if known): P03000133772
THIRD:	The file date of the articles of incorporation was: 11/17/2003
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 incorporators authorized the dissolution. A majority of the directors authorized the dissolution.
	Signed this 6th day of May , 2004 5.
Signat	Mr. 35
Signat	(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, thustee, or other court appointed fiduciary, by that fiduciary.)
	Fernando Toledo
	(Typed or printed name of person signing)
	Director (Title of person signing)
	Trune or beroom signiff.

Filing Fee: \$35