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TALLAHASSEE, FLORIDA

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Volcan, Diss.

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LAW OFFICES OF
GIBSON & KOHL-HELBIG, P.L.

LAW OFFICES OF
JAMES D. GIBSON, P.A.

400 BURNS COURT
SARASOTA, FLORIDA 34236
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JAMES D. GIBSON
ATTORNEY AT LAW
BOARD CERTIFIED - BUSINESS LITIGATION

04-1414

January 19, 2005

Florida Department of State
Division of Corporations
Attn: Corporate Filings
P.O. Box 6327
Tallahassee, FL 32314

Re: Articles of Dissolution

To Whom It May Concern:

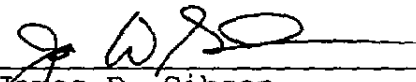
Enclosed herewith please find the Articles of Dissolution of MATTHEWS & MANNS, INC. and MATHEWS & MANNS @ UNIVERSITY, INC. I have enclosed a check in the amount of \$70.00 to cover the filing fee for each.

For your convenience I have enclosed a self-addressed, stamped envelope for returning a date stamped copy of the documents to my attention.

Thank you for your assistance.

Very truly yours,

GIBSON & KOHL-HELBIG, P.L.



James D. Gibson
For the Firm

Enclosures

JDG\sjs\F:\CLIENT FINAL\888Clients\Sec of State Letter 1-19-04.wpd

**ARTICLES OF DISSOLUTION
OF MATHEWS & MANNS @ UNIVERSITY, INC. A FLORIDA CORPORATION
PURSUANT TO SECTION 607.1403
OF THE FLORIDA STATUTES**

Pursuant to the provisions of Section 607.1403 of the Florida Statutes, the undersigned corporation adopts the following Articles of Dissolution for the purpose of dissolving the corporation:

1. The name of the corporation is **MATHEWS & MANNS @ UNIVERSITY, INC.**, a Florida corporation.

2. Dissolution was authorized on December 31, 2004.

3. The number of shares cast (by proper class of shareholders) in favor of dissolution was sufficient for approval.

Dated: December 31, 2004.

**MATHEWS & MANNS @ UNIVERSITY,
INC., a Florida corporation**

By: _____

Print Name: Rudolph J. Manns
As Its: President

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TALLAHASSEE, FLORIDA