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DISSOLUTION

VESLGUARD II, INC.

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FROM : CIRQUE MEDICAL

Fronk John A Curba To: James Leone

FAX NO. : 305 667 5772

Date of 1/2/04 Time: 1/54/56 FM

Aug. 16 2004 09:27AM P1

Andh # H04000166545

ARTICLES OF DISSOLUTION

Pursuant to section 607, 1403. Florida Statutes, this Florida Profit Corporation submits the following articles of dissolution:

FIRST:

The name of the corporation is:

VESLOUARD II, INC.

SECOND:

The date dissolution was authorized:

August 13, 2004

THIRD:

Adoption of Dissolution (CHECK ONE)

- X Dissolution was approved by the shareholders. The number of votes cost for dissolution was sufficient for approval.
- Dissolution was approved by vote of the shareholders through voting groups.

The following statement must be separately provided for each voting group entitled to vote separately on the plan to dissolve:

The number of votes cast for dissolution was sufficient for approval by

(voting group)

Date Signed: August 13, 2004

Signature

IAMES E. LEONE, PRESIDENT/DIRECTOR

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