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DISSOLUTION OR WITHDRAWAL

THE PET ENTERTAINMENT NETWORK, INC.

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**ARTICLES OF DISSOLUTION
OF
THE PET ENTERTAINMENT NETWORK, INC.**

Pursuant to Section 607.1401 of the Florida Business Corporation Act, The Pet Entertainment Network, Inc., a Florida corporation (the "Corporation"), submits the following articles of dissolution:

ARTICLE I

The name of the Corporation is The Pet Entertainment Network, Inc. The Corporation's Articles of Incorporation were filed on August 19, 2004 with the Florida Department of State.

ARTICLE II

All debts, obligations and liabilities of the Corporation have been paid or discharged, or adequate provision has been made therefor.

ARTICLE III

All remaining property and assets of the Corporation have been distributed among the shareholders in accordance with their respective rights and interests.

ARTICLE IV

There are no actions pending against the Corporation in any Court, or adequate provision has been made for the satisfaction of any judgment, order or decree that may be entered against it in any pending action.

ARTICLE V

The dissolution of the Corporation was unanimously approved and authorized by the Board of Directors and all of the shareholders of the Corporation on

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December 8, 2006. The number of votes cast in favor of dissolution was sufficient for approval.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Dissolution this 8 day of December, 2006.

THE PET ENTERTAINMENT NETWORK, INC.

By: [Signature]
Name: DAVID EPSKIN
Title: President

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