

Marlene Leon-Rubido
Attorney At Law

Coral Way Law Center
6780 Coral Way
Miami, Florida 33155

Tel: (305) 596-2211
Tel: (305) 261-4000
Fax: (305) 669-9202

April 27, 2005

Division of Corporation
Florida Department of State
Amendment Section
P.O. Box 6327
Tallahassee, Florida 32314

RE: Downtown Design Studio, Inc.

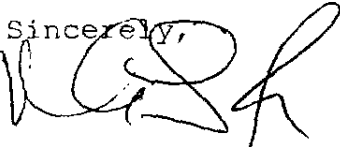
Dear Sir or Madam:

Enclosed please find the following in connection with the above referenced Florida Corporation:

1. Articles of Dissolution;
2. Check payable to Department of State for \$35.00 representing the filing fee.

Thank you for your courtesies and please do not hesitate to contact me if you have any questions.

Sincerely,



Marlene Leon-Rubido, Esquire

Enclosures

FILED

ARTICLES OF DISSOLUTION PURSUANT TO SECTION
607.1403 OF THE FLORIDA STATUTES OF
DOWNTOWN DESIGN STUDIO INC., A FLORIDA CORPORATION

2005 APR 29 PM 12:02

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

To: Department of State, Tallahassee, Florida

Pursuant to Section 607.1403, Florida Statutes, the undersigned Florida profit corporation adopts and submits these Articles of Dissolution for the purpose of dissolving said corporation and states as follows:

First: The name of the corporation to be dissolved is **DOWNTOWN DESIGN STUDIO, INC.**, 501 SE 2 Street, Suite 505, Ft. Lauderdale, Florida 33301, Document Number P05000034530, filed on March 7, 2005.

Second: The names and addresses of the officers of the corporation are as follows:

Monique Douglas, 501 SE 2 Street, Suite 505, Ft. Lauderdale, Florida 33301.

Third: The names and addresses of the directors of the corporation are as follows:

Monique Douglas, 501 SE 2 Street, Suite 505, Ft. Lauderdale, Florida 33301.

Fourth: Adequate provisions have been made for the payment of all liabilities and obligations of the corporation.

Fifth: No property or assets remained to be distributed among the shareholders of the corporation after payment of all debts, obligations, and liabilities of the corporation.

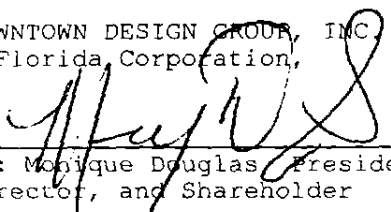
Sixth: There are no actions pending against the corporation in any court.

Seventh: Both the corporation and the shareholders of the corporation elected to dissolve the corporation by the unanimous written consent of the shareholders and by a resolution to dissolve having been duly adopted by the shareholders. A photocopy of the Shareholder Unanimous Written Consent and Resolution is attached to these Articles of Dissolution stating the date when the Dissolution was authorized.

Eighth: The dissolution of the corporation was approved by shareholders of the corporation and the number of votes cast for dissolution was sufficient for approval.

Signed this 25 day of April, 2005.

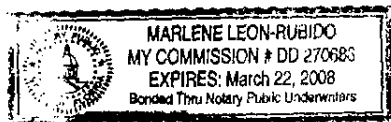
DOWNTOWN DESIGN GROUP, INC.
A Florida Corporation,

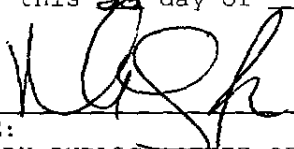

by: Monique Douglas, President,
Director, and Shareholder

STATE OF FLORIDA
COUNTY OF BROWARD

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared, Monique Douglas and known to be, and known personally to me to be, the persons who did take an oath and acknowledged and executed the foregoing Articles of Dissolution.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 25 day of April, 2005.
My Commission Expires:




NAME:
NOTARY PUBLIC, STATE OF FLORIDA
AT LARGE
COMMISSION NO.:

SHAREHOLDER'S RESOLUTION AND UNANIMOUS WRITTEN
CONSENT TO VOLUNTARY DISSOLUTION OF
DOWNTOWN DESIGN STUDIO, INC., A FLORIDA CORPORATION

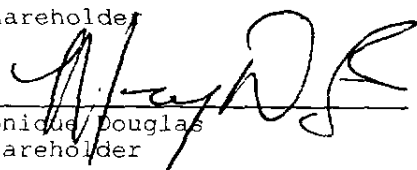
Whereas, the Board of Directors of DOWNTOWN DESIGN STUDIO, INC. at a special meeting held on April 25, 2005 at the offices of the corporation, adopted resolutions recommending the dissolution of the corporation and ordering that the issue of dissolution be submitted to a vote of shareholders at this meeting;

Whereas, the undersigned, being all of the shareholders of DOWNTOWN DESIGN STUDIO, INC., a Florida corporation, does hereby consent to the voluntary dissolution of such corporation and does hereby authorize and direct the officers of the corporation to take all steps necessary and appropriate to carry out the intent of this resolution.

In assent to the above, the undersigned sole stockholder has signed his name and dated the signing opposite the number of shares of the corporation held by him of record on such date.

Signed this 25 day of April, 2005.

Shareholder


Monique Douglas
Shareholder

100%
Number of shares