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SECRETARY OF STATE
TALLAHASSEE FLORIDA

1. Smith

AUG 25 2005

SSD

Phil S. Witeka

ATTORNEY AT LAW
P.O. BOX 2727
537 N.E. 1st STREET, SUITE 3
GAINESVILLE, FLORIDA 32602

352-371-6437
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August 19, 2005

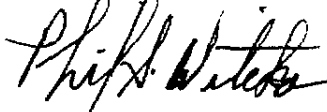
*Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314-6327*

RE: DISSOLUTION OF JEFF'S NEW YORK DELI, INC.

Dear Recipient:

Please find the Articles of Dissolution for the corporation, Jeff's New York Deli, Inc. enclosed. I have also enclosed the fee of \$35.00 for payment to dissolve this corporation. Please accept these Articles for filing and dissolve this corporation immediately. Your prompt attention to this matter is greatly appreciated.

Sincerely,



*Phil S. Witeka
Attorney at Law*

*PSW:aea
Enclosures*

ARTICLES OF DISSOLUTION

Pursuant to section 607.1403, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

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FLORIDA

FIRST: The name of the corporation is JEFF'S NEW YORK DELI, INC.

SECOND: The date dissolution was authorized: August 18, 2005

THIRD: Adoption of Dissolution (CHECK ONE)

X Dissolution was approved by the shareholders. The number of votes cast 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)

Signed this _____ day of August, 2005.

Signature: _____

(By the Chairman or Vice Chairman of the Board, President, or other officer)

Jeffery W. Sherman

Typed or printed Name

President

Title