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DISSOLUTION OR WITHDRAWAL

PICXER MEDIA GROUP, INC.

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**ARTICLES OF DISSOLUTION
OF
PICXER MEDIA GROUP, INC.**

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Pursuant to the provisions of 607.1403 of the Florida Statutes, the undersigned, PICXER MEDIA GROUP, Inc., a Florida corporation (the "Corporation"), adopts the following Articles of Dissolution for the purpose of dissolving the Corporation:

- FIRST:** The name of the Corporation is: PICXER MEDIA GROUP, Inc.
- SECOND:** The dissolution of the Corporation was authorized and approved by the members of the Board of Directors of the Corporation dated [Nov. 26], 2008, and by written consent of the shareholders of the Corporation dated [Nov. 26], 2008, pursuant to Section 607.1402 of the Florida Statutes.
- THIRD:** The shareholder vote cast in favor of dissolution was sufficient for approval.
- FOURTH:** The dissolution is effective upon filing.

Dated: Nov. 26, 2008

PICXER MEDIA GROUP, INC.

By: [Signature]
Name: Joshua Goodman
Title: President

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