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David C. Lanigan, J.D., LL.M.

June 26, 2006

Florida Department of State

Division of Corporations

P.O. Box 6327

Tallahassee, FL 32314

Re: ARTICLES OF DISSOLUTION AND ARTICLES OF AMENDMENT

Dear Sir or Madam:

Enclosed for filing are the following documents:

1. The original and one copy of the *Articles of Dissolution of Resort & Spa Schools International, Inc.* to be filed first and immediately;
2. The original and one copy of the *Articles of Amendment to the Articles of Incorporation of Auriga Capital Partners, Inc.*; and
3. check number 1257 in the amount of \$70.00 to cover the cost of filing these documents.

Also enclosed for your reference is a copy of an *Assignment of Trade Name*.

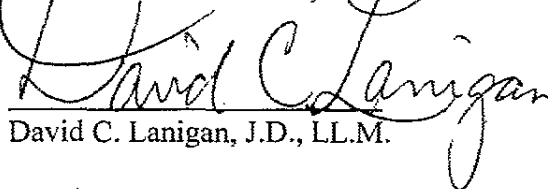
**Our client assures us that they will not file a Revocation of the Articles of Dissolution of Resort & Spa Schools International, Inc.**

Please return the file stamped copies of the duplicate originals to me via regular mail.

Please do not hesitate to call me if you have any questions or comments.

Sincerely,

DAVID LANIGAN, P.A.



David C. Lanigan, J.D., LL.M.

Enclosures

# **ARTICLES OF DISSOLUTION OF RESORT & SPA SCHOOLS INTERNATIONAL, INC.**

The undersigned President submits for filing these Articles of Dissolution under Section 607.1403, Florida Statutes, effective on the date that these Articles of Dissolution are executed.

## **ARTICLE 1. NAME AND ADDRESS**

The name of the corporation is **Resort & Spa Schools International, Inc.**, the principal mailing address of which is 7320 East Fletcher Avenue; Tampa, FL 33637.

## **ARTICLE 2. DATE WHEN DISSOLUTION WAS AUTHORIZED**

Dissolution was authorized on June 20, 2006.

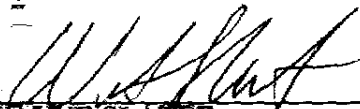
## **ARTICLE 3. DATE OF DISSOLUTION**

The corporation shall dissolve and cease to exist on the effective date of these Articles of Dissolution, as provided by Section 607.1403(2), Florida Statutes.

## **ARTICLE 4. SHAREHOLDER APPROVAL**

Dissolution was approved by the shareholders. The Number of votes cast by the shareholders was sufficient for approval.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Dissolution on June 20, 2006.

  
\_\_\_\_\_  
**WAYNE SLATER**  
President

**FILED**  
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