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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #) **200003188082--4**
-03/29/00--01017--009
*****35.00 *****35.00
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS

- ☐ Profit
☐ Not for Profit
☐ Limited Liability
☐ Domestication
☐ Other

AMENDMENTS

- ☐ Amendment
☐ Resignation of R.A., Officer/Director
☐ Change of Registered Agent
☐ Dissolution/Withdrawal
☐ Merger

OTHER FILINGS

- ☐ Annual Report
☐ Fictitious Name

REGISTRATION/QUALIFICATION

- ☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Trademark
☐ Other

S. PAYNE APR 6 - 2000

Examiner's Initials

FILED
00 MAR 29 PM 3:28
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

EIN: 59-3304521

ARTICLES OF DISSOLUTION
OF
LANGER INTERNATIONAL CORPORATION

Langer International Corporation is hereby dissolved by voluntary dissolution by consent of the shareholders.

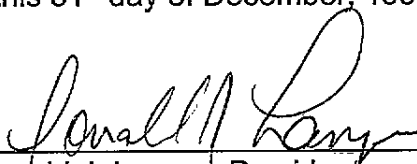
1. The name of the corporation is Langer International Corporation
2. The name and address of its officer and director is:

Donald J. Langer, President
117 El Capitan Dr
Islamorada, FL 33036

3. All the liabilities and obligations of the corporation have been paid or discharged or adequate provision has been made therefore.
4. All the remaining property and assets of the corporation have been distributed to its shareholders.
5. Adequate provision has been made for the satisfaction of any judgement, order or decree which may be entered against the corporation in any pending action.
6. A photocopy of the written consent to dissolve, which written consent has been signed by the shareholders of the corporation, is attached hereto.

DATED this 31st day of December, 1999.

By:


Donald J. Langer, President

FILED
00 MAR 29 PM 3:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EIN: 59-3304521

WRITTEN ACTION OF
SHAREHOLDERS AND DIRECTORS OF
LANGER INTERNATIONAL CORPORATION

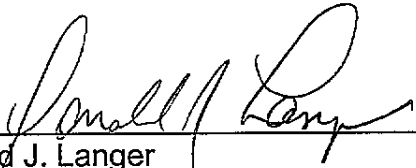
The undersigned, being the only Director and the only Shareholder of the above corporation, hereby takes the following written action in lieu of holding a meeting pursuant to the terms of Sections 607.134 and 607.394, Florida Statutes:

WHEREAS, the undersigned has caused the preparation of a Plan of Complete Liquidation and Dissolution of the corporation (the "Plan"); and

WHEREAS, the Board of Directors and sole Shareholder find it to be in the corporation's best interest to liquidate the corporation within the meaning of the Internal Revenue Code 1986 and to dissolve the corporation pursuant to Florida Statutes; and

NOW, THEREFORE, IT IS HEREBY RESOLVED THAT the Board of Directors and sole Shareholder of the corporation hereby approve and adopt the Plan of Complete Liquidation and Dissolution of the corporation. The officers of the corporation are hereby authorized, empowered and directed to take all actions that are or may become necessary to implement and effectuate the Plan of Complete Liquidation and Dissolution of the corporation.

DATED: 12/31/99



Donald J. Langer
Sole Director and Shareholder

PLAN OF COMPLETE LIQUIDATION AND DISSOLUTION
OF
LANGER INTERNATIONAL CORPORATION

This Plan of Complete Liquidation and Dissolution, hereinafter called the "Plan", is for the purpose of effecting the complete liquidation and dissolution of Langer International Corporation, hereinafter called the "Corporation", through the sale of certain assets of the Corporation, followed by the distribution of the proceeds thereof and the remaining assets of the Corporation to the shareholders in complete liquidation. Such liquidation shall be accomplished in the manner hereinafter set forth in the Plan.

1. This Plan shall be considered adopted by the Corporation when it has been approved by the Board of Directors and by shareholders possessing a majority of the voting power of the outstanding common stock of the Corporation.
2. After this Plan has been thus adopted and approved by the Board of Directors and by shareholders possessing a majority of the voting power of the outstanding common stock of the Corporation, the proper officers of the Corporation are authorized to liquidate any and all of the properties of the Corporation which in their judgement should be sold or liquidated to facilitate the liquidation of the Corporation.
3. Within thirty (30) days after the adoption of this Plan, the Corporation's officers shall file United States Internal Revenue Service Form 966 with the Internal Revenue Service Center, Atlanta, Georgia.
4. After this Plan has been adopted and approved, the assets of the Corporation have been sold, and the debts of the Corporation have been provided for, the remaining assets of the Corporation shall be distributed to the shareholders. Such distribution shall be accomplished in the manner and on the terms which are best suited to the needs of the Corporation and shareholders.
5. As soon as practical after the distribution of all of the assets of the Corporation to the shareholders in complete liquidation, the Corporation's officers shall file Articles of Dissolution of the Corporation with the Secretary of State of Florida, pursuant to the provision of the Florida General Corporation Act.
6. The officers and Directors of the Corporation are authorized, empowered and directed to adopt any subsequent resolutions to effectuate the intent of the Corporation and of the shareholders of the Corporation, to liquidate the Corporation in accordance with the Plan of Liquidation and to execute and file on behalf of the Corporation all documents that they may deem necessary or advisable to carry out the purposes and intentions of this Plan, including, but not limited to, Articles of Dissolution under the laws of the State of Florida, and income tax and information returns with the United States Internal Revenue Service and the State of Florida.

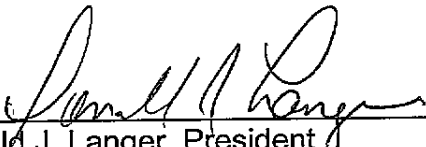
EIN: 59-3304521

PLAN OF COMPLETE LIQUIDATION AND DISSOLUTION
OF
LANGER INTERNATIONAL CORPORATION (Cont'd)

7. The officers and Directors of the Corporation are authorized, empowered and directed to do any and all other things in the name of the Corporation and on its behalf which they may deem necessary or advisable in order to carry out the purposes and intentions of this Plan; and such officers and Directors shall be held harmless by the Corporation for any actions under this Plan taken in good faith, and any expense or liability incurred by them shall be that of the Corporation.

IN WITNESS WHEREOF, the President of the Corporation has executed this Plan of Complete Liquidation and Dissolution this 31st day of December, 1999.

By:


Donald J. Langer, President