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SALUSSOLIA
ASSOCIATES
ATTORNEYS AT LAW

FIRST UNION FINANCIAL CENTER
200 S. BISCAYNE BLVD. • SUITE 4815
MIAMI, FLORIDA 33131

TELEPHONE: (305) 373-7016
FACSIMILE: (305) 373-7017
E-MAIL: SALUSSOLIA@AOL.COM

September 24, 1999

Department of State
Division of Corporation
P.O. Box 6327
Tallahassee, FL 32314

000002997050--6
-09/27/99-01029-004
*****35.00 *****35.00

Re: Dissolution of EUCLID HOLDING, INC.

Dear Sir/Madam:

Enclosed herewith please find an original and copy of the Articles of Dissolution of the above referenced company. Please file the Articles of Dissolution and return a copy to me at the following address:

Stefania Bologna, Law Clerk
SALUSSOLIA & ASSOCIATES
First Union Financial Center
200 South Biscayne Boulevard
Suite 4815
Miami, FL 33131

Our firm's check in the amount of \$35.00 is also enclosed in payment of the required fee. Your attention in expediting this matter is greatly appreciated, and should you have any questions regarding the above, please do not hesitate to contact our office.

Sincerely,

SALUSSOLIA & ASSOCIATES

Stefania Bologna
Stefania Bologna, Law Clerk

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 SEP 27 AM 9:51

Dissolution
LFT 9-29-99

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

99 SEP 27 AM 9:51

ARTICLES OF DISSOLUTION
OF
EUCLID HOLDING, INC.
(a Florida Corporation)

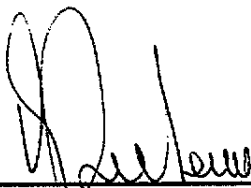
ARTICLE I

The name of this corporation is EUCLID HOLDING, INC. (the "Corporation").

ARTICLE II

The dissolution of the Corporation was authorized on August 10, 1999, by the written consent of the shareholders of the Corporation. The number of shares cast for dissolution was sufficient for approval.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Dissolution of EUCLID HOLDING, INC., as of the 10th day of August, 1999.



Alessandro Zerbone, President