TOTAL QUALITY BENEFITS, INC.

P93000085809

June 16, 1998

Ms. Thelma Lewis Florida Department of State Division of Corporations PO Box 6327 Tallahassee, FL 32314

Dear Ms. Lewis:

Thank you for notifying me of the inadvertency I committed by not including a check for the dissolution and certificate. Enclosed is such in the amount of \$87.50. Please expedite my request.

Again, I appreciate your assistance.

Sincerely,

Harvey Brown President

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SEGRETARY OF STATE
SEGRETARY OF STATE

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4 Longfellow Place Suite 709 Boston, MA 02114 Voice:

(617) 227-0378

Toll-Free MA: (888) 393-9800

FAX:

(617) 723-1465



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

June 2, 1998

HARVEY BROWN TOTAL QUALTIY BENEFITS, INC. 2315 VIA SARDINIA STREET TALLAHASSEE, FL 32303-3290

SUBJECT: TOTAL QUALITY BENEFITS, INC.

Ref. Number: P93000085809

We have received your document for TOTAL QUALITY BENEFITS, INC., however, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$35.00.

If you have any questions concerning this matter, please either respond in writing or call (850) 487-6905.

Letter Number: 998A00030937

Thelma Lewis
Corporate Specialist Supervisor

ARTICLES OF DISSOLUTION

Pursuant to following a	section 607.1403, Florida Statutes, this Florida profit corporation submit the rticles of dissolution:
FIRST:	The name of the corporation is: Total Quality Benefits Freco
2315	VIA SALDINIAST. TEX, FC 32303
SECOND:	The date dissolution was authorized: May 25, 1998
THIRD:	Adoption of Dissolution (CHECK ONE)
Disso was s	olution was approved by the shareholders. The number of votes cast for dissolution sufficient for approval.
Disso	lution was approved by vote of the shareholders through voting groups.
Th	e following statement must be separately provided for each voting group titled to vote separately on the plan to dissolve:
The n	number of votes cast for dissolution was sufficient for approval by
	(voting group)
Signed	this 28 day of MAY 19 98
Signature	Han Brown President
	(By the Chairman or Vice Chairman of the Board, President, or other officer)
	Harvey Brown
	(Typed or printed name)
	President
	(Title)