

ACTIVE

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Active Media
Services, Inc.
New York

August 11, 1999

FILED
99 AUG 30 AM 10:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Division of Corporations
Amendments Section
P.O. Box 6327
Tallahassee, FL 32314

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Attached please find an original and a copy of: (i) the Consent of Sole Director; and (ii) the Articles of Dissolution for Active Travel Network, Inc. Please file the above in accordance with the laws for Florida Corporations and return to my attention the copy, date time stamped, in the enclosed self-addressed stamped envelope.

Thank you.

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9-9-99
PMS

Sincerely,

Dayna Elkin

Dayna Elkin
Corporate Counsel

FILED

ARTICLES OF DISSOLUTION

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OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACTIVE TRAVEL NETWORK, INC.

Dated May 28, 1998

* * * * *

The undersigned, being the sole director of the Active Travel Network, Inc. (the "Corporation") does hereby adopt the following Articles of Dissolution for the purposes of dissolving a corporation pursuant to the provisions of the Section 607 of the Florida Business Corporation Act, IT IS HEREBY CERTIFIED THAT:

ARTICLE I: The name of the Corporation is:

ACTIVE TRAVEL NETWORK, INC.

ARTICLE II: The corporation's Articles of Incorporation were filed on January 21, 1994.

ARTICLE III: Since the date of incorporation, the corporation has not issued any shares.

ARTICLE IV: As of the date hereof, no debt of the corporation remains unpaid.

IN WITNESS WHEREOF, the undersigned director of the Corporation, being the sole director of the Corporation, has executed this consent as of the date first written above.



ALAN S. ELKIN, DIRECTOR