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LAW OFFICES OF  
**JOSE R. RIGUERA**  
PROFESSIONAL ASSOCIATION

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March 29, 1997

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

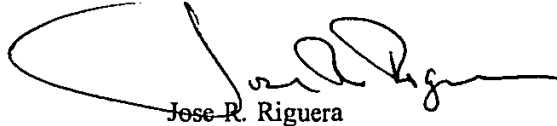
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97 APR -2 AM 10:09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RE: CBC Technology Corporation

Dear Sir or Madam:

Please find enclosed Articles of Dissolution for the above corporation, along with a check in the amount of \$35.00 for your fee in processing this request. If you should have any questions regarding this document, please do not hesitate to contact the undersigned.

Very truly yours,



Jose R. Riguera

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ARTICLES OF DISSOLUTION  
FOR CBC TECHNOLOGY CORPORATION

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA


TO: Florida Department of State

Pursuant to the provisions of Section 607.1403 of the Florida Business Corporation Act, the undersigned corporation adopts the following Articles of Dissolution for the purpose of dissolving:

1. The name of the corporation is CBC Technology Corporation.
2. Dissolution was authorized by resolution of the board of directors on March 14, 1997, and by vote of the shareholders on March 14, 1997.
3. Of the 90 shares outstanding and entitled to vote on the matter of dissolution, 90 voted for dissolution. No voting by classes is required, and the foregoing vote is sufficient for approval of dissolution.

Date this 14 day of March, 1997.

CBC TECHNOLOGY CORPORATION

  
\_\_\_\_\_  
President

Denis Caputo

Attest:

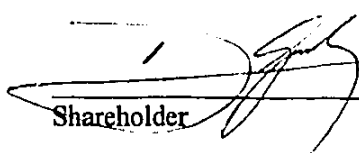
  
\_\_\_\_\_  
Secretary

**CONSENT OF SHAREHOLDERS  
TO DISSOLUTION**

The undersigned, being the holders of all outstanding shares of CBC Technology Corporation, do hereby consent to the voluntary dissolution of said corporation and do authorize the president or a vice president and the secretary or an assistant secretary of said corporation to execute and file duplicate originals of articles of dissolution with the Secretary of State of Florida.

In witness whereof, we have hereunder set our hands on this 14 day of March, 1997.

  
\_\_\_\_\_  
Shareholder

  
\_\_\_\_\_  
Shareholder