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PELZMAN & RUSKA

ATTORNEYS AT LAW
COURVOISIER CENTER, SUITE 407
501 BRICKELL KEY DRIVE
MIAMI, FLORIDA 33131-2624
TELEPHONE (305) 666-8821

BRIAN M. PELZMAN
RENÉE RUSKA PELZMAN
TRIAL AND APPELLATE PRACTICE

MAILING ADDRESS
P.O. BOX 431677
SOUTH MIAMI, FL 33243-1677

December 29, 1997

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

VIA FEDERAL EXPRESS
Overnight Service

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 DEC 30 AM 10:23

Re: Spring Street Exchange, Inc.

Dear Sir or Madam,

Please be advised that the undersigned represents Spring Street Exchange, Inc. and its' directors, Susan and Bruce Greenstein. Enclosed please find the original Articles of Dissolution for said corporation, which were executed by the directors on December 26, 1997, together with this firm's draft in the amount of \$35.00 in payment of your department's fee for the dissolution. Please make certain that the corporation is dissolved no later than December 31, 1997, as the corporation has ceased operation and has otherwise wound up its' affairs, except for the Secretary of State's approval of the dissolution and preparation of its' final tax return.

Thank you for your prompt attention to this matter. If you have any questions, please feel free to contact me. I am

Sincerely,


Brian M. Pelzman

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*****35.00 *****35.00

BMP/er
Enclosure: as noted
cc : Spring Street Exchange, Inc.
Susan and Bruce Greenstein


Dissolution

Sp
1/8/98


Articles of Dissolution of Spring Street Exchange, Inc.

WHEREAS, the undersigned directors of Spring Street Exchange, Inc. wish to dissolve said corporation and hereby request that the Secretary of State dissolve Spring Street Exchange, Inc., whose articles of incorporation were filed on March 18, 1994, and further aver that none of the corporation's shares have been issued, that the corporation ceases to exist for the purposes set forth in its' Articles of Incorporation, that no debt of the corporation remains unpaid, and that a majority of the directors authorized the dissolution.

DATED this 26th day of December, 1997.



Susan Greenstein



Bruce Greenstein

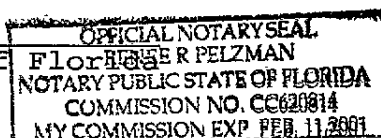
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 DEC 30 AM 10:21

State of Florida)
) ss:
County of Dade)

BE IT REMEMBERED that on this 26th day of December, 1997, the foregoing Susan Greenstein and Bruce Greenstein, both personally known to me, did jointly and severally acknowledge that they executed the foregoing Articles of Dissolution to be the free and voluntary act and deed of them, and each of them, each for himself and not for the other, and that the allegations made therein are truly set forth.

WITNESS my hand and official seal at Miami, Dade County, Florida, this 26th day of December, 1997.


NOTARY PUBLIC, State of Florida
at Large



My commission expires:

