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January 5, 1999

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

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-01/08/99--01065--007
*****35.00 *****35.00

Re: WGI, Inc.

Dear Sir/Madam:


Enclosed are Articles of Dissolution for filing with the Secretary of State, along with a check in the amount of \$35.00 to cover the filing fee.

Please return the filed Articles of Dissolution to the undersigned.

Thank you.

Very truly yours,

GOODMAN WEISS MILLER LLP



Gail Heidenreich
Legal Assistant

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Enclosures

cc: Jay R. Faeges, Esq.

FILED
99 JAN -8 AM 9:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA


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JAN 4 1999

ARTICLES OF DISSOLUTION
OF
WGI, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Section 607.1403, Florida Statutes, WGI, Inc. (the "Corporation"), a Florida profit corporation, submits the following articles of dissolution:

FIRST: The name of the Corporation is WGI, Inc.

SECOND: The dissolution was authorized on 12/29, 1998.

THIRD: The dissolution was approved by the shareholders of the Corporation. The number of votes cast for dissolution was sufficient for approval.

Signed this 29 day of December, 1998.

WGI, INC.

By

Name Robert F. McIerson

Its Chairman & CEO