P94000030699

September 1, 1999

SELLAND SEE FLORING

Secretary of State Amendment Section Division of Corporations 409 East Gaines Street Tallahassee, Florida 32399

VIA FEDEX

RE: Articles of Dissolution

Dear Sir or Madam:

Please find enclosed the Articles of Dissolution for:

- 1. P.B. Ocean Corporation
- 2. PBES, Inc.
- 3. Rouge, Inc.

300002988933--1 -09/16/99--01051--002 ****131.25_ *****43.75

We have enclosed a check for \$131.25 (\$43.75 x 3). Upon filing, please forward a stamped certified copy of the Articles of Dissolution for each of the three corporations to me at the address below.

Sincerely,

Joel M. Berlant

Senior Vice President

Enclosures

Oold:s

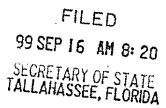
W CHERARD SEP 2 2 1999

JDC (AMERICA) CORPORATION

954-748-4164

3800 Inversary Blud, Suite 100-C, Lauderh. 11, FL 33319

ARTICLES OF DISSOLUTION OF P.B. OCEAN CORPORATION (A Florida Corporation)



P.B. OCEAN CORPORATION, a Florida corporation (the "Company"), hereby adopts these Articles of Dissolution as of this 1st day of September, 1999, pursuant to the provisions of Section 607.1403 of the Florida Business Act:

- 1. The name of the Company is "P.B. OCEAN CORPORATION".
- 2. The dissolution of the Company was authorized on September 1, 1999.
- 3. The dissolution of the Company was approved by all of the directors and the sole shareholder of the Company pursuant to Unanimous Written Consent of the Directors and Sole Shareholder, which consent was effective as of September 1, 1999.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Dissolution as of the date first-above written.

P.B. OCEAN CORPORATION, a Florida Corporation

Title: Server Vice President Name: Tool M. Bedon