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REPLY TO: MIAMI

February 5, 1997

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314
Attn: Amendment Section

Re: Multicargo, Inc.
Our File No: 903.001

Dear Sir/Madam:

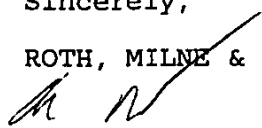
In connection with the above referenced matter, enclosed please find the following:

1. Consent of Shareholders to Dissolution
2. Articles of Dissolution
3. Our check made payable to the Secretary of State in the amount of \$35.00 representing the filing fee on this matter; and
4. Extra copies of the Consent and Articles, to stamp date received and return in the envelope provided for your convenience.

If you have any questions or comments, please do not hesitate to contact the undersigned.

Sincerely,

ROTH, MILNE & ROUSSO


Mark E. Rouss

Enclosures

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ARTICLES OF DISSOLUTION

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 Multicargo, Inc.
2. Of the 100 shares outstanding and entitled to vote on the matter of dissolution, 100 voted for dissolution. No voting by classes is required, and the foregoing vote is sufficient for approval of dissolution.

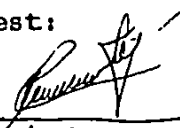
Dated this 29th day of January, 1997.

MULTICARGO, INC.



Roberto Montenegro
President

Attest:



Secretary

CONSENT OF SHAREHOLDERS TO DISSOLUTION

The undersigned, being the sole holder of all outstanding shares of MULTICARGO, INC., does hereby consent to the voluntary dissolution of said corporation and does authorize the president and the secretary of said corporation to execute and file duplicate originals of Articles of Dissolution with the Secretary of State of Florida.

MULTICARGO, INC.



ROBERTO MONTENEGRO
Shareholder