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MENDOZA, CALLAS & SCHILLING

ATTORNEYS AT LAW

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251 ROYAL PALM WAY

P.O. BOX 2715

PALM BEACH, FLORIDA 33480

FRANKLIN G. CALLAS
MARIO G. DE MENDOZA, III
CHRISTOPHER J. SCHILLING

TELEPHONE (561) 659-1111
FAX (561) 659-4009

March 17, 1999

VIA FEDEX

Corporation Records Bureau
Division of Corporations
Department of State
409 East Gaines Street
Tallahassee, Florida 32301

700002810607--1
-03/18/99--01064--005
*****43.75 *****43.75

RE: SSG Trading Corporation
Our File No. 4939

Gentlemen:

Enclosed herewith to be filed with your office,
please find the Articles of Dissolution and Statement of
Intent to Dissolve for the captioned entity. Also
enclosed herewith please find a check in the amount of
\$43.75 in payment of the following fees:

Filing Fee	\$ 35.00
Certified Copy of the Articles of Dissolution	\$ 8.75
TOTAL:	<u>\$ 43.75</u>

Thank you for your cooperation in this matter.

Sincerely,


Mario G. de Mendoza, III

MGMIII/lsp
Enclosures

Diss
3-23-99
PMS

FILED
99 MAR 18 PM 1:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MGMIII/sp
4939
12/15/98

ARTICLES OF DISSOLUTION
OF
SSG TRADING CORPORATION

FILED
99 MAR 18 PM 1:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I

The name of this corporation is: **SSG TRADING CORPORATION**

ARTICLE II

Dissolution of this corporation was authorized by the Shareholders on December 15, 1998.

ARTICLE III

The number of shareholders voting for such dissolution was 1, and the number of shareholders voting against such dissolution was 0; the number of shareholders voting for such dissolution being a sufficient number for approval. Evidence of such approval is reflected on the Statement of Intent to Dissolve, the same being attached hereto and made a part hereof by specific reference.

ARTICLE IV

The names and addresses of the Officers are:

<u>NAME</u>	<u>OFFICE</u>	<u>ADDRESS</u>
Mario G. de Mendoza, III	Secretary Treasurer	251 Royal Palm Way Palm Beach, FL 33480
Miguel Guzman	Vice President	251 Royal Palm Way Palm Beach, FL 33480
Debra Wilkinson	Assistant Secretary	251 Royal Palm Way Palm Beach, FL 33480
Liliana Soto-Perez	Assistant Secretary	251 Royal Palm Way Palm Beach, FL 33480

ARTICLE V

The names and addresses of the Directors are:

<u>NAME</u>	<u>ADDRESS</u>
Mario G. de Mendoza, III	251 Royal Palm Way Palm Beach, FL 33480

ARTICLE VI

All debts, obligations and liabilities of the corporation have been paid or discharged or adequate provision has been made therefor.

ARTICLE VII

All remaining property and assets of the corporation have been distributed among the shareholders in accordance with their respective rights and interests.

ARTICLE VIII

There are no actions pending against the corporation in any court.

DATED this 15th day of February, 1999.

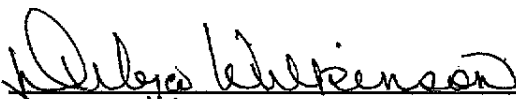
SSG TRADING CORPORATION

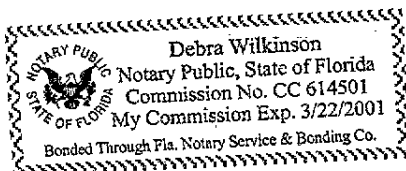
By: 
Mario G. de Mendoza, III, President

STATE OF FLORIDA)
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me by Mario G. de Mendoza, III, as President of SSG TRADING CORPORATION, a Florida corporation, who is personally known to me or who produced N/A as identification, on this 15th day of February, 1999.

(SEAL)


Debra Wilkinson, NOTARY PUBLIC
My commission number: CC 614501
My commission expires: 3-22-2001



MGMIII/lsp
4939
12/15/98

STATEMENT OF INTENT TO DISSOLVE
SSG TRADING CORPORATION
BY ACT OF THE CORPORATION

Pursuant to the provisions of Section 607.1402 of the Florida General Corporation Act, the undersigned corporation submits the following statement of intent to dissolve the corporation by act of the corporation.

1. The name of the Corporation is:

SSG TRADING CORPORATION
2. The following Resolutions to dissolve the corporation were adopted by the Directors and Shareholders on December 15, 1998:

DIRECTORS' RESOLUTION FOR DISSOLUTION OF THE CORPORATION

"BE IT RESOLVED that it is in the best interest of this Corporation that the Corporation be dissolved immediately in accordance with Section 607.1402 of the Florida Statutes, and that a Special Meeting of the Shareholders of the Corporation shall be called on the 15th day of December, 1998, to be held at 251 Royal Palm Way, Palm Beach, Florida for the purpose of voting on the Resolution to dissolve the Corporation, and that the purpose of the meeting will be to vote upon the resolution of the Board of Directors recommending dissolution and that in the event the shareholders favorably vote upon the Resolution for Dissolution, then the President of the corporation shall prepare and execute Articles of Dissolution and comply with such other procedures of the Florida Statutes as are required for dissolution."

ADOPTED unanimously by the Directors this 15th day of December, 1998.

/s/ Mario G. de Mendoza, III

**SHAREHOLDERS' RESOLUTION FOR DISSOLUTION OF
THE CORPORATION**

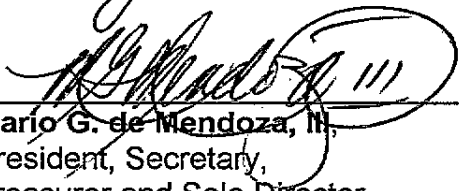
"BE IT RESOLVED that the Shareholders believe that it is in the best interest of the Corporation to dissolve immediately in accordance with Section 607.1402 of the Florida Statutes, and hereby approve the Board of Directors' Resolution for dissolution and vote for dissolution of this Corporation."

ADOPTED unanimously by the Shareholders this 15th day of December, 1998.

/s/ Perito, N.V.

3. The number of shares of the corporation outstanding at the time of such adoption was 500; and the number of shares entitled to vote thereon was 500.
4. The number of shares voted for such resolution was 500; and the number of shares voted against such resolution was 0.

Dated this 15th day of February, 1999.



Mario G. de Mendoza, III,
President, Secretary,
Treasurer and Sole Director

SHAREHOLDER APPROVAL:

PERITO, N.V., a Netherlands
Antilles corporation, Shareholder
By its Sole Managing Director
COVENANT MANAGERS N.V.

By  _____

Willem L. de Bruijn
Managing Director