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ADR Applications, Inc. PO Box 2166 Daytona Beach, FL 32115-2166 Phone 800-264-2622

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January 31, 2001

Florida Dept. of State **Division of Corporations** PO Box 6327 Tallahassee, FL 32314

Re:

Dissolution of ADR APPLICATIONS, INC.

Dear Sir or Madam:

In accordance with instructions, this cover letter is to file Articles of Dissolution of ADR APPLICATIONS, INC. The mailing address and phone number, as required, are listed above. Any future requirements can be mailed to my accountant,

Michael L. Hudkins, CPA 1361 Bedford Dr., Suite 103 Melbourne, FL 32940 Phone (321) 253-2382

Enclosed is my check in the amount of \$35.00 payable to the FLORIDA DEPARTMENT OF STATE.

John J. Upchurch, President

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ARTICLES OF DISSOLUTION

SECRETARY OF STATE DIVISION OF CORPORATIONS

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OF

ADR APPLICATIONS, INCORPORATED

Pursuant to the provisions of Section 607.1403 of the Florida Statutes, these Articles of Dissolution provide that:

ARTICLE I - NAME

The name of the corporation is ADR APPLICATIONS, INCORPORATED

ARTICLE II - DATE DISSOLUTION AUTHORIZED

The dissolution was authorized on December 31, 2000.

ARTICLE III - SHAREHOLDER APPROVAL

The dissolution was approved by a majority of the Corporation's shareholders, which is sufficient for the dissolution of the Corporation.

IN WITNESS WHEREOF, these Articles of Dissolution have been executed on behalf of the Corporation by its duly authorized officer on December 31, 2000.

ADR APPLICATIONS, INC.

John J. Upchurch, President