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July 30, 2002

VIA CERTIFIED MAIL

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

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
02 AUG -2 PM 4: 27

Re: Articles of Dissolution of Pamafe, Inc.  
Our File No. F65718/88648

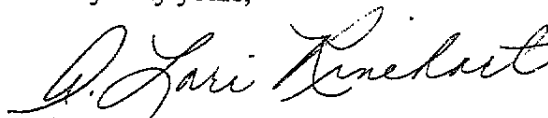
Dear Sir or Madam:

Enclosed please find our firm check in the amount of \$35.00 to file the Articles of Dissolution of Pamafe, Inc. and Written Consent in Lieu of a Meeting of the Board of Directors of Pamafe, Inc. executed on July 26, 2002.

Please date stamp the enclosed copies of same and return to the undersigned in the envelope provided.

Thank you for your cooperation in this matter.

Very truly yours,



A. Lori Rinehart  
Paralegal

ALR/pc

Enclosures

Cc: Maria I. Ferrer-Fenn  
Monica V. Lothrop, Esquire

*Vb/His*

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**ARTICLES OF DISSOLUTION  
OF  
PAMAFE, INC.**

- FIRST: The name of the corporation is Pamafe, Inc. (the "Corporation").
- SECOND: The Corporation's Articles of Incorporation were filed on July 15, 1994.
- THIRD: The dissolution was authorized on July 26, 2002
- FOURTH: The Corporation has no debt.
- FIFTH: The Estate of Paul H. Fenn is the sole shareholder of the Corporation. The Personal Representative of the Estate of Paul H. Fenn has authorized the dissolution.

Signed this 26 day of July, 2002.

PAMAFE, INC.

Maria I. Ferrer-Fenn  
Maria I. Ferrer-Fenn  
Personal Representative  
Estate of Paul H. Fenn

**WRITTEN CONSENT IN LIEU OF A MEETING  
OF THE BOARD OF DIRECTORS OF  
PAMAFE, INC.**

The undersigned, being the sole Director of PAMAFE, INC. (the "Corporation") and the sole Shareholder of the Corporation, does hereby adopt the following resolutions pursuant to the provisions of Florida Statutes §617.0821 as of July - 26 -, 2002.

WHEREAS, Maria I. Ferrer-Fenn is the Personal Representative of the Estate of Paul H. Fenn; and

WHEREAS, the Estate of Paul H. Fenn (the "Estate") is the sole shareholder and sole member of the Corporation; and

WHEREAS, the Corporation has concluded its business undertakings, has no outstanding debt, and it is in the best interests of the Corporation and the Estate to dissolve the Corporation; and

WHEREAS, the Board of Directors recommended dissolution to the shareholder, and the shareholder voted in favor of dissolution.

NOW THEREFORE, BE IT RESOLVED, that the Corporation shall dissolve, liquidate its assets and distribute its assets to the Estate of Paul H. Fenn.

FURTHER RESOLVED, that all such additional action as necessary to secure dissolution of the Corporation, in satisfaction of Florida law, shall be taken by the Personal Representative of the Estate of Paul H. Fenn, acting as sole shareholder and sole member of the Corporation, or such persons as the Personal Representative shall designate to carry out this purpose.

FURTHER RESOLVED, that all actions taken by the Corporation's officers and Board of Directors on behalf of the Corporation, since the date of the last written consent to the date of this consent, are hereby approved, adopted, authorized, ratified and confirmed.

IN WITNESS WHEREOF, the undersigned have executed this written consent in separate counterparts, effective as of the date set forth above.

BY THE SOLE SHAREHOLDER:

BY THE SOLE DIRECTOR:



Maria I. Ferrer-Fenn Personal  
Representative of the Estate of  
Paul H. Fenn



Maria I. Ferrer-Fenn