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December 26, 1997

DEBIT MEMO ANNUAL REPORT
DISSOLUTION NOTICE

ANNUAL REPORT: LAND & CASTLE
INTERNATIONAL CORP.

DEBIT MEMO: # 81145-B

CHECK #: 2784



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 26, 1997

LAND & CASTLE INTERNATIONAL CORP.
43 ISLAND DR.
EASTPOINT, FL 32328

SUBJECT: LAND & CASTLE INTERNATIONAL CORP.

Debit Memo #: 81145-B

Document #: P94000057131

Due to your failure to respond to our letter advising you of your returned check and giving you 60 days notice of our intent to dissolve the above corporation, this corporation is now administratively dissolved.

A Certificate of Dissolution is enclosed.

Should you have any questions, please feel free to contact this office at (850) 487-6057.

Sincerely,
Pat Bailey
Accountant I

State of Florida



Department of State

CERTIFICATE OF ADMINISTRATIVE DISSOLUTION

The provisions of section 607.1421 or 617.1421, Florida Statutes, which requires 60 days notice of a proposed dissolution, have been met for LAND & CASTLE INTERNATIONAL CORP., a corporation organized under the laws of the State of Florida. This corporation is hereby administratively dissolved as of December 26, 1997 for failure to file the required annual report(s), as required by law.

The document number of this corporation is P94000057131.

Given under my hand and the
Great Seal of the State of Florida
at Tallahassee, the Capitol, this the
Twenty-sixth day of December, 1997



CR2EO22 (2-95)

Sandra B. Northam

Sandra B. Northam
Secretary of State