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STEVEN WARM*
JENNIFER HIXSON
*Member of FL AND NJ BAR

WARM & HIXSON
BOCA CORPORATE CENTER
2101 NW CORPORATE BOULEVARD
SUITE 215
BOCA RATON, FL 33431

TELEPHONE: (561) 995-7877
TELEFAX: (561) 995-7876
E-mail: itswarm@fdn.com

December 24, 2001

State of Florida
Department of State
Corporate Division
P.O. Box 6327
Tallahassee, Florida 32314

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-12/26/01--01033--009
*****35.00 *****35.00

In Re: FNIC, Inc.

Dear Sir/Madam:

Enclosed herewith for filing please find Articles of Dissolution of FNIC, Inc..

Please note that the articles are to be effective as of December 31, 2001 and file accordingly.

We are enclosing a check in the amount of \$35.000 to cover the cost of filing.

I look forward to receiving the appropriate certificate of dissolution.

Sincerely,


STEVEN WARM, ESQUIRE

Enclosure

EFFECTIVE DATE
12-31-01

FILED
01 DEC 26 PM 3:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dissolution

T BROWN JAN - 4 2002

EFFECTIVE DATE
12-31-01

FILED
01 DEC 26 PM 3:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF DISSOLUTION OF FNIC, INC.

Pursuant to F.S. 607.1403 FNIC, Inc. does hereby submit for filing its articles of dissolution providing that:

1. The name of the corporation is FNIC, Inc.
2. Dissolution was authorized by Unanimous Resolution of the Shareholders dated December 24, 2001, effective December 31, 2001
3. The resolution was approved by the shareholders unanimously and the number of votes cast for dissolution was sufficient for approval.
4. There is only one class of stock of this corporation and group voting was not utilized.

IN WITNESS WHEREOF the undersigned, being the acting President and Chief Executive Officer of FNIC, INC., has hereby affixed his signature this 24th day of December, 2001.

Toshi Ohmori

TOSHITAKA OHMORI