

P94000076344

LOUIS S. ROBLES *

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October 5, 2000

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SECRETARY OF STATE
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: **ARTICLES OF DISSOLUTION OF
GLOBAL GUARDIAN U.S.A., INC.**

Dear Sir/Madam:

Enclosed please find the original and one copy of Articles of Dissolution for Global Guardian U.S.A., Inc. to be filed on the above captioned corporation, along with a check in the amount of \$43.75 to cover the cost of this service. Please file the original and return a certified copy to us in the envelope provided.

Thank you for your courtesies and cooperation in this regard.

Very truly yours,



Theresa D. Deutsch
Legal Secretary to Allan B. Marks

ABM/tdd
Enclosure

FILED
00 OCT -9 AM 9:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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T. LEWIS OCT 13 2000


**ARTICLES OF DISSOLUTION
OF
GLOBAL GUARDIAN U.S.A., INC.
a Florida corporation**

FILED
00 OCT -9 AM 9:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

GLOBAL GUARDIAN U.S.A., INC., a Florida corporation (Document Number P94000076344), incorporated on the effective date of October 17, 1994, files its Articles of Dissolution as follows:

1. The name of the corporation is GLOBAL GUARDIAN U.S.A., INC.
2. Dissolution of the corporation was authorized on October 2, 2000, by the action of the Shareholders, without a meeting, pursuant to Section 607.0704(1), Florida Statutes.
3. The number of shares cast in favor of the dissolution was an amount not less than the minimum number of votes that would be necessary to authorize dissolution at a meeting where the shares entitled to vote thereon were present and voted.
4. It is the intent of the undersigned shareholders that dissolution be effective simultaneously with the filing of the Articles.

IN WITNESS WHEREOF, the undersigned officer has executed these Articles of Dissolution on behalf of GLOBAL GUARDIAN U.S.A., INC., a Florida corporation this 3 day of October, 2000.



LOUIS S. ROBLES, President

STATE OF FLORIDA
COUNTY OF MIAMI-DADE

The foregoing instrument was acknowledged before me this 3 day of October, 2000, by LOUIS S. ROBLES as President of GLOBAL GUARDIAN U.S.A., INC., on behalf of the corporation. He is personally known to me or who has produced a Florida drivers license as identification.



Name:

Notary Public-State of Florida
Commission No.:
My Commission Expires:



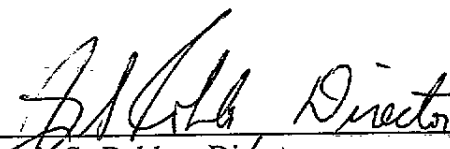
**WRITTEN STATEMENT OF DIRECTORS AND SHAREHOLDERS
OF GLOBAL GUARDIAN U.S.A., INC., a Florida Corporation,
RELATING TO THE ARTICLES OF DISSOLUTION
OF GLOBAL GUARDIAN U.S.A., INC., a Florida corporation**

The following being all of the Directors and all of the Shareholders of GLOBAL GUARDIAN U.S.A., INC., a Florida corporation do hereby evidence their intent that Articles of Dissolution of GLOBAL GUARDIAN U.S.A., INC., a Florida corporation be executed and filed with the Florida Department of State.

This Written Statement is made pursuant to and by the authority of Sections 607.0704(1) and 607.1403(1)(c), Florida Statutes.

A copy of this Written Statement is simultaneously being attached to and incorporated into the corporate minutes pursuant to Section 607.0704(1), Florida Statutes and filed with the Office of the Secretary of State of the State of Florida.

IN WITNESS WHEREOF, the undersigned has executed this Written Statement this 3 day of October, 2000.



Louis S. Robles, Director



Louis S. Robles, Sole Shareholder