

794000082879

MITRANI, RYNOR, ADAMSKY, MACAULAY & ZORRILLA, P.A.

2200 SUNTRUST INTERNATIONAL CENTER

ONE SOUTHEAST THIRD AVENUE

MIAMI, FLORIDA 33131

TELEPHONE (305) 358-0050

TELECOPIER (305) 358-0550

December 29, 1999

**BY UPS OVERNIGHT**

Florida Secretary of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

800003085198--6  
-12/30/99--01094--012  
\*\*\*\*\*43.75 \*\*\*\*\*43.75

**Re: Viseu Financial Corporation**

Dear Sir or Madam:

Enclosed for filing please find Articles of Dissolution for the captioned corporation. Also enclosed is our check in the amount of \$43.75 in payment of the applicable filing fee plus the cost of a certified copy.

Please return the certified copy to the undersigned in the enclosed stamped, self-addressed envelope.

Thank you very much for your cooperation and assistance in this matter.

Sincerely,

*Robert B. Macaulay*  
Robert B. Macaulay

RBM/pal

cc. Alexandre Interaminense

F:\wpdocs\80444\LL\Secretary of State-12-29-99

EFFECTIVE DATE  
12-31-99

FILED  
99 DEC 30 AM 8:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

T BROWN JAN 11 2000

Vol. Diss.

EFFECTIVE DATE  
12-31-99

**ARTICLES OF DISSOLUTION OF  
VISEU FINANCIAL CORPORATION**

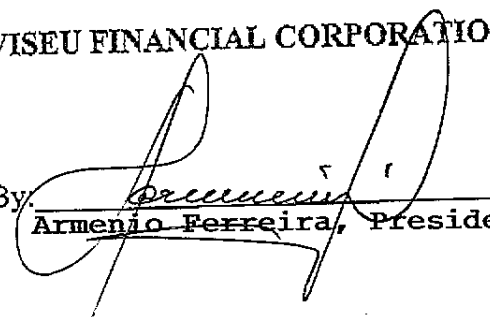
FILED  
99 DEC 30 AM 8:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Sections 607.1402(6) and 607.1403 of the Florida Business Corporation Act, the undersigned corporation adopts the following Articles of Dissolution:

1. The name of the Corporation is Viseu Financial Corporation.
2. The dissolution of the Corporation was authorized by the written consent of the Corporation's shareholders on December 22, 1999.
3. The number of shares voted for dissolution was sufficient for approval.
4. The Corporation has no requirement for voting by voting groups.
5. The dissolution of the Corporation shall be effective on December 31, 1999.

Date: December 22, 1999

VISEU FINANCIAL CORPORATION

By   
Armenio Ferreira, President