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LAW OFFICES
Daniel Z. Averbook, P.A.

FAX (305) 531-0099
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DELIVERIES TO:
4555 NORTH MERIDIAN AVENUE
MIAMI BEACH, FLORIDA 33140

MAILING ADDRESS:
POST OFFICE BOX 402396
MIAMI BEACH, FLORIDA 33140-0396

January 26, 1999

VIA PRIORITY MAIL

Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

Re: Articles of Dissolution: MICHAEL OF MIAMI, INC.

800002757288--4
-01/28/99--01054--012
*****43.75 *****43.75

Dear Sir or Madam:

I represent the above corporation and I have enclosed an original and one copy of the *Articles of Dissolution of Michael of Miami, Inc.*

Please enter the above in your records and send me a certified copy.

I have attached my firm's check in the amount of \$43.75, representing payment of the following:

Filing fee for dissolution	\$35.00
Certified copy fee	8.75

If you have any questions, please do not hesitate to call me at 800-780-0098.

Thank you for your kind cooperation and prompt attention to this matter.

Sincerely,

Daniel Z. Averbook

DZA:corp98

Encl.

cc: Michael Buttarazzi

spoke to Dan Averbook
2-3-99 about correct name
DZA

DISC
2-3-99
DMS

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 JAN 28 PM 3:35

FILED

MICHAEL OF MIAMI LANDSCAPING, INC.

ARTICLES OF DISSOLUTION

MICHAEL OF MIAMI LANDSCAPING, INC., executes the following articles of dissolution pursuant to section 607.1403 of the Florida Business Corporation Act:

FIRST: The name of the corporation is MICHAEL OF MIAMI LANDSCAPING, INC. ("thecompany").

SECOND: Pursuant to section 607.1402 of the Florida Business Corporation Act, the shareholders of the company approved the dissolution of the company on January 25, 1999.

THIRD: The number of votes cast by the shareholders of the company for dissolution was sufficient for approval of that action.

FOURTH: The effective date of the dissolution is February 1, 1999.

EXECUTED: January 25, 1999

MICHAEL OF MIAMI, INC.

By Michael Buttarazzi

Name: Michael Buttarazzi

Title: President

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 JAN 28 PM 3:35

FILED