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Florida Department of State

Division of Corporations

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DISSOLUTION**KEY EQUITY CREDIT CORPORATION**

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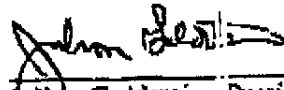
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**ARTICLES OF DISSOLUTION
OF
KEY EQUITY CREDIT CORPORATION**

Pursuant to the provisions of Section 607.1403, Florida Statutes, this Florida profit corporation submits the following Articles of Dissolution:

- FIRST:** The name of the Corporation is Key Equity Credit Corporation.
- SECOND:** The dissolution was authorized on December 27, 2001.
- THIRD:** Dissolution was approved by the shareholders. The number of votes cast was sufficient for approval.

IN WITNESS WHEREOF, I have signed these Articles of Dissolution this 28th day of December, 2001.


Julian Goldstein, President

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TALLAHASSEE, FLORIDA

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