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LAW OFFICE OF

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August 26, 1997

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32314

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-08/28/97--01013--004
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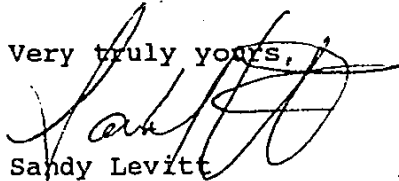
RE: JOLIES, INC.

Dear Sir or Madam:

Enclosed for filing please find an original Articles of Dissolution with attached Consent of Shareholders to Dissolution regarding the above referenced corporation. Also enclosed is a check in the amount of \$35.00 to cover the filing fee.

Thank you for your attention to this matter. Please contact me if you have any questions concerning this matter.

Very truly yours,


Sandy Levitt

SAL:bc

Enclosure

FILED
97 AUG 28 PM 3:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

111 SEP 4 1997

ARTICLES OF DISSOLUTION
OF
JOLIES, INC.

FILED
97 AUG 28 PM 3:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PURSUANT TO THE provisions of Section 607.1403 Florida Statutes, the undersigned corporation adopts the following Articles of Dissolution for the purpose of dissolving:

1. The name of the corporation is JOLIES, INC.
2. Dissolution was authorized by resolution of the Board of Directors on August 11, 1997 and by unanimous vote of the Shareholders on August 11, 1997.
3. Of the shares outstanding and entitled to vote on the matter of dissolution, 100% voted for dissolution. No voting by classes is required, and the foregoing vote is sufficient for approval of dissolution.

Dated, this 22 day of August, 1997.

ATTEST:

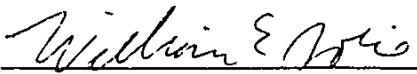
JOLIES, INC.
a Florida corporation

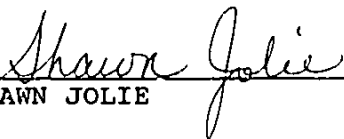
BY: Shawn Jolie
SECRETARY

BY: William E. Jolie [SEAL]
PRESIDENT

CONSENT OF SHAREHOLDERS TO DISSOLUTION

THE UNDERSIGNED, being the holders of all outstanding shares of JOLIES, INC., do hereby consent to the voluntary dissolution of said corporation and do authorize the president of said corporation to execute and file of Articles of Dissolution with the Florida Department of State.


WILLIAM E. JOLIE


SHAWN JOLIE