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P 01
Page 1 of 1

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DISSOLUTION
SILENT PLANET, INC.

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P. 02

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ARTICLES OF DISSOLUTION

OF

SILENT PLANET, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1403 of the Florida Statutes, Silent Planet, Inc. (the "Company"), by and through the undersigned, adopts the following Articles of Dissolution for the purpose of dissolving the Corporation.

1. The name of the Corporation is Silent Planet, Inc.
2. Dissolution was authorized on October 1, 2003.
3. Dissolution was approved by the shareholders of the Corporation. The number of shares cast by the shareholders of the Corporation in favor of dissolution was sufficient for approval.
4. Voting groups are not required.

Dated this 1st day of October, 2003.

SILENT PLANET, INC.

By:


JOHN ERIK MOSELER, President