MARTHA SCHWARZ LEGAL ASSISTANT

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(LOUIS A. PETRONI
NEW JERSEY RESPONSIBLE ATTORNEY)
609-488-7700
FAX 609-488-7720

*****35.00

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*****35.00

October 23, 1997

VIA CERTIFIED MAIL #Z 340 865 418 RETURN RECEIPT REQUESTED

Secretary of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

Re: Caine Communications, Inc.

Dear Sir/Madam:

Enclosed please find Articles of Dissolution for filing on behalf of the abovereferenced corporation.

Also enclosed is this firm's check in the amount of \$35.00 in payment of the filing fee.

Kindly date-stamp the enclosed copy of the Articles of Dissolution and return same in the envelope provided.

Very truly yours,

Mattha Schut

Martha Schwarz Legal Assistant

MS/erl Enclosures

cc: Robert A. MacDonnell, Esquire

A LIMITED LIABILITY PARTNERSHIP FORMED IN PENNSYLVANIA

ARTICLES OF DISSOLUTION

Pursuant to 607.1401, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST: The name of the corporation is: CAINE COMMUNICATIONS, INC.

SECOND: The articles of incorporation were filed on: May 8, 1995

THIRD: (CHECK ONE)

 \underline{X} None of the corporation's shares have been issued.

 \underline{X} The corporation has not commenced business.

FOURTH: No debt of the corporation remains unpaid.

FIFTH: The net asses of the corporation remaining after winding up have been distributed to the shareholders, if shares were issued.

SIXTH: Adoption of Dissolution (CHECK ONE)

A majority of the incorporators authorized the dissolution.

 \underline{X} A majority of the directors authorized the dissolution.

Signed this ______ day of October, 1997.

By:

Vame: Cy Alan Caine

Title: Director /Chairman