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TO: DIVISION OF CORPORATIONS

(850) 922-4000

FROM: BUTZEL LONG

105147001567

CONTACT: KERA J DRAETTA

PHONE: (561)368-2151

(561) 368-4668

NAME: M & A EAGLE CORPORATION

AUDIT NUMBER...... H97000020652

DOC TYPE.....DISSOLUTION

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TALLAHASSEE, FLORIDA

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ARTICLES OF DISSOLUTION

Pursuant to Section 607.1403, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

EFFECTIVE DATE

21-9

FIRST: The name of the corporation is: M&A EAGLE CORPORATION

SECOND: The date dissolution was authorized: December 10, 1997,

Effective December 31, 1997

THIRD: Adoption of Dissolution (Check One)

X Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.

Dissolution was approved by vote of the shareholders through voting groups.

The following statement must be separately provided for each voting group entitled to vote separately on the plan to dissolve:

The number of votes cast for dissolution was sufficient for approval by

(voting group)

Signed this 10th day of December, 1997

Signature (By the Chairman or Vice Chairman of the Board, President, or other Officer)

Prepared by: PHILIP H. FORBES, ESQ. BUTZEL LONG, P.C. Suite 411

1200 North Federal Highway

Boca Raton, FL 33432 (561) 368-2151

Bar # 0180356

Archie A. Richardson (Typed or Printed Name)

President (Title)

(850) 922-4000 H97000020652