

**ROBERT E. GOLD**

**P95000057177**

June 29, 1998

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

300002580613--1  
-07/06/98--01087--018  
\*\*\*\*\*70.00 \*\*\*\*\*35.00

To Whom It May Concern:

Enclosed please find two (2) executed ARTICLES OF DISSOLUTION forms pursuant to section 607.1403, Florida Statutes, as well as my check in the amount of \$70.00 to cover the filing fees for same.

The two (2) corporations, which ceased doing business prior to December 31, 1997, are as follows:

**24 CARAT MARKETING GROUP, INC.**

**P94000006994**

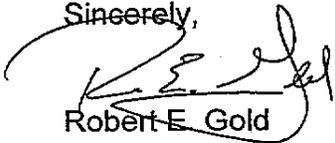
and

**THE SHOP STRATEGIST, INC.**

**P95000057177**

Thank you for your assistance in this matter.

Sincerely,

  
Robert E. Gold

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

98 JUL -6 AM 9:10

**FILED**

*Dissolution*

*See 7/15*

ARTICLES OF DISSOLUTION

FILED  
98 JUL -6 AM 9:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

FIRST: The name of the corporation is: THE SHOP STRATEGIST, INC.

SECOND: The date dissolution was authorized: 31 December 1997

THIRD: Adoption of Dissolution (CHECK ONE)

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

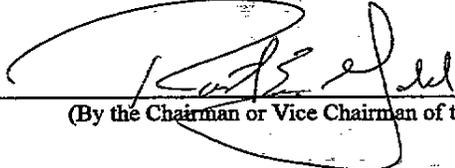
Dissolution was approved by vote of the shareholders through voting groups.

*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 30th day of June, 19 98

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

Robert E. Gold  
(Typed or printed name)

President  
(Title)