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Department of State
Division of Corporation
Amendment Section
P.O. Box 6327
Tallahassee, FL 32314

Re: Dissolution of COCCODRILLO U.S.A., INC.

Dear Sir/Madam:

Enclosed herewith please find one original and one copy of the "Articles of Dissolution" regarding the above reference company along with check in the amount of \$43.75, as payment of the required fees.


Please file the above dissolution and forward a Certificate of Status reflecting same at the following address:

COCCODRILLO U.S.A., INC.
c/o 200 South Biscayne Boulevard
Suite 4815
Miami, FL 33131

Your attention in this matter is greatly appreciated, and should you have any questions regarding the above, please do not hesitate to contact our office.

Sincerely,

SALUSSOLIA & ASSOCIATES


Stefania Bologna, Esq.

FILED
01 MAY - 1 PM 3: 56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dissolution

T BROWN MAY 10 2001

ARTICLES OF DISSOLUTION
OF
COCCODRILLO U.S.A., INC.
(a Florida Corporation)

FILED
01 MAY -1 PM 3:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

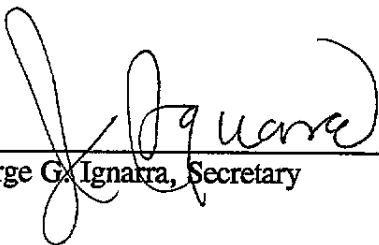
ARTICLE I

The name of this corporation is COCCODRILLO U.S.A., INC. (the "Corporation").

ARTICLE II

The dissolution of the Corporation was authorized on April 16, 2001, by the written consent of the shareholders of the Corporation. The number of shares cast for dissolution was sufficient for approval.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Dissolution of COCCODRILLO U.S.A., INC., as of the 16th day of April, 2001.



Jorge G. Ignarra, Secretary