

P95000083997

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REPLY TO:

Orlando

July 1, 1997

Via: Federal Express

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Division of Corporations
Secretary of State
409 E. Gaines Street
Tallahassee, Florida 32399

-07/02/97--01052--003
*****35.00 *****35.00

Re: Advantage Software International, Inc.

Dear Sir/Madam:

Enclosed please find executed Articles of Dissolution for the above referenced corporation along with a check in the amount of \$35.00 to cover the filing fee. Please file these Articles as soon as possible and send verification of such filing to my attention in the attached self-addressed stamped envelope.

Should you have any questions on any of the above please do not hesitate to call. Thank you.

Sincerely,


Christine A. Capozza
Corporate Staff Assistant

CAC:
Enclosures

Voldis

JUL 10 1997



WINDERWEEDLE
HAINES, WARD
& WOODMAN, P.A.

EST. 1931



**ARTICLES OF DISSOLUTION
PURSUANT TO SECTION 607.1403
OF THE
FLORIDA BUSINESS CORPORATION ACT**

FILED
97 JUL -2 AM 9:14
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Pursuant to the provisions of Section 607.1403 of the Florida Business Corporation Act, the undersigned Corporation adopts the following Articles of Dissolution for the purpose of dissolving the Corporation:

1. The name of the Corporation is:

ADVANTAGE SOFTWARE INTERNATIONAL, INC.

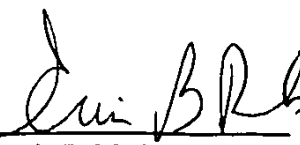
2. The Corporation was incorporated pursuant to the provisions of the Florida General Corporation Act, on October 31, 1995 and assigned document number P95000083997.

3. The Shareholders at a meeting held as of May 20, 1997, at which a quorum was present, unanimously voted to approve the dissolution of the Corporation.

4. Pursuant to Article I, Section 7 of the Corporation's By-Laws, the Shareholders unanimously approved the dissolution of the Corporation effective immediately and the Corporation is hereby authorized and directed to file these Articles of Dissolution with the Secretary of State.

Dated: As of June 30th 1997

ADVANTAGE SOFTWARE
INTERNATIONAL, INC.,
a Florida corporation

By: 
Erin B. Marks, President