P950000**88395**

TRANSMITTAL LETTER

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

300003504153--9
-12/18/00--01103--018
*****52.50   *****52.50

SUBJECT: **INTERACTIF CORPORATION**

(Corporate name -- must include suffix)

**Enclosed is an original and one (1) copy of the articles of dissolution and a check
For:**

[ ] $35.00   [ ] $43.75   [X] $52.50
Filing Fee   Filing Fee   Filing Fee,
                & Certificate   Certified Copy
                                  & Certificate of Status

FROM: Thomas Baur, Esq.
                      Name (printed or typed)

                   100 N. Biscayne Blvd., 21st Fl.
                           Address

                   Miami, FL 33132-2304
                      City, State & Zip

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                   Daytime Telephone Number

Voldis.

ARTICLES OF DISSOLUTION
OF INTERACTIF CORPORATION
PURSUANT TO SECTION 607.1403 OF THE FLORIDA STATUTES

Pursuant to the provisions of Section 607.1403 of the Florida Business Corporation Act, the undersigned corporation ("Corporation") adopts the following articles of dissolution for the purpose of dissolving the Corporation:

1.   The name of the corporation is INTERACTIF CORPORATION. The Articles of Incorporation of the corporation were filed on November 17, 1995 and given the document number P95000088395.

2.   Adequate provision has been made for the payment of all of the liabilities and obligations of the Corporation.

3.   All the property and assets of the Corporation remaining after the payment of all debts, obligations, and liabilities of the Corporation, will be distributed to its shareholders in accordance with their rights and interests.

4.   There are no actions pending against the Corporation in any court.

5.   The Corporation elected to dissolve by unanimous written consent of its shareholders dated as of December 1, 2000, and such written consent has been signed by the shareholders of the Corporation. The number of shares cast in favor of dissolution was sufficient for approval.

Dated December //, 2000.

By: _____
        Andreas Nickel, Director (Sole)