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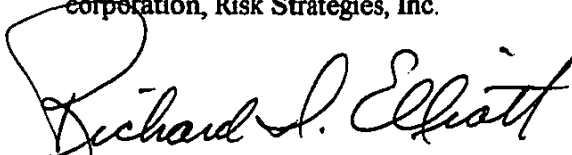
July 26, 1997

Florida Department of State  
Division of Corporations  
PO BOX, 6327  
Tallahassee, Florida, 32314

Risk Strategies, Inc.  
Richard I. Elliott  
President  
1311 South Vineland Rd  
Winter Garden, Fl, 34787-4342

100002252181--8  
-07/30/97--01041--009  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Enclosed please find a check for filing fees in the matter of dissolving the above named corporation, Risk Strategies, Inc.

  
Very Truly Yours,

Richard I. Elliott  
President

FILED  
97 JUL 30 AM 9:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Jul 28/97

DISS.

Articles of Dissolution  
of

RISK STRATEGIES, INC.

FILED  
97 JUL 30 AM 9:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

TO: DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDA 32304

Pursuant to the provisions of Florida Statutes §607.1403, the undersigned corporation adopts the following Articles of Dissolution:

1. The name of this corporation is Risk Strategies, Inc.
2. The dissolution was authorized on 7/26/97, to be effective upon the filing of these Articles of Dissolution.
3. The dissolution was approved by the written consent of all of the shareholders pursuant to Florida Statutes §607.0704.

Dated July 26th, 1997.

RISK STRATEGIES, INC.

Witnesses:

Rose M. Mulloy  
Louis D. Passin

By:

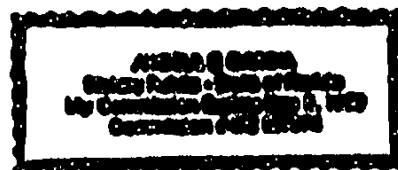
Richard Elliott  
RICHARD ELLIOTT, President

STATE OF FLORIDA  
COUNTY OF Orange

BEFORE ME, personally appeared **RICHARD ELLIOTT**, as President of Risk Strategies, Inc., on behalf of the corporation, to me well known and known to be the individual described in, who is personally known to me and who executed the foregoing Articles of Dissolution and acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State aforesaid this 26th day of July, 1997.

Angela C. Garcia  
NOTARY PUBLIC



**Shareholders and Directors**  
**Joint Action By Consent**  
**RISK STRATEGIES, INC.**

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The undersigned, being all of the Shareholders and Directors of Risk Strategies, Inc., hereby consent to the following action by the Shareholders of the corporation and instruct the Secretary of the corporation to enter this certificate in the minutes of the corporation:

1. The shareholders hereby consent to the dissolution of this corporation to be effective on the date of filing the Articles of Dissolution with the office of the Secretary of State in Tallahassee, Florida.
2. The officers shall take all necessary actions to wind up and liquidate or distribute its assets and pay its liabilities.

Execution of this certificate by the undersigned, being all of the Shareholders and Directors of the corporation, pursuant to Florida Statutes §607.0704 and the subsequent insertion of this certificate in the minute book of the corporation, prior to the taking of the action authorized by this certificate, waives any requirement of a formal meeting of the Shareholders and Directors to conduct the business referred to herein.

Dated this 14th day of July, 1997.

**DIRECTORS:**

  
RICHARD ELLIOTT

  
ELLEN ROSE ELLIOTT

**SHAREHOLDERS**

  
RICHARD ELLIOTT

  
ELLEN ROSE ELLIOTT