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January 16, 2002

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Ft. Walton Beach

Florida Department of State Division of Corporations

Hollywood Jacksonville

P.O. Box 6327

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Tallahassee, FL 32314

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RE: Dissolution of Timepeace USA, Inc.

Please find enclosed a copy of the Articles of Dissolution of Timepeace USA, Inc., a Florida Corporation incorporated on December 28, 1995, the business

address of which was:

Address:

5402 Point Villa Drive

Lighthouse Point, FL 33064

(954) 427-0569

Officers:

Mary Jane Minotti

Franklyn Ashby

Also please find enclosed a check in the amount of \$43.75 to cover the costs of: (1) filing the Articles of Dissolution; and (2) for one certified copy of dissolution.

My thanks in advance for your time and attention to this correspondence and should you have any questions, please feel free to contact me at the above address or by phone at (954) 985-4153.

Very truly your

Thomas L. Romeo, J.D. For the Firm

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## ARTICLES OF DISSOLUTION OF TIMEPEACE USA, INC.

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Pursuant to 607.1401 of the Florida Statutes, this Florida profit corporation Statutes Florida profit corporation Statutes following articles of disolution:

**FIRST**: The name of the corporation is: Timepeace USA, Inc. with Articles of Incorporation filed December 28, 1995.

SECOND: The date dissolution was authorized: December 31, 2001.

THIRD: Adoption of Dissolution

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

FORTH: No debt of the Corporation remains unpaid.

Executed this 31st day of December, 2001

Signature:

Franklyn Ashby, President