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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (950) 205-0380

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
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FILED
02 DEC 20 PM 3:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
02 DEC 20 AM 11:37
DIVISION OF CORPORATIONS

DISSOLUTION

ECLECTIC ANTIQUES, INC.

Certificate of Status	0
Certified Copy	0
Page Count	05
Estimated Charge	\$35.00

VOIDS
20010
(5)

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ARTICLES OF DISSOLUTION
OF
ECLECTIC ANTIQUES, INC.

5

ARTICLE I

Name

The Name of this corporation is:
ECLECTIC ANTIQUES, INC.

ARTICLE II

The name(s) and Address(es) of the Officers of the corporation are:

Juan Portela, President
2525 Shelter Avenue
Miami, FL 33139

ARTICLE III

The name(s) and address(es) of the Board of Directors are:

Andrew Frank, sole director
2525 Shelter Avenue
Miami, FL 33139

ARTICLE IV

All liabilities and obligations of the corporation have been paid or discharged or adequate provision has been made therefor.

ARTICLE V

All the remaining property and assets of the corporation have been distributed among its shareholders in accordance with their respective rights and interests.

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02 DEC 20 PM 3:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE VI

There are no actions pending against the corporation.

ARTICLE VII

The Directors and Shareholders have elected to dissolve the corporation by unanimous vote.

Signed on December 19, 2002.

ECLECTIC ANTIQUES, INC.,
a Florida corporation

Juan Portela
ATTEST: Juan Portela
Secretary

Juan Portela
BY: Juan Portela, President

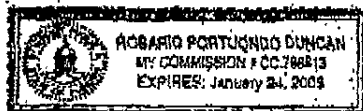
STATE OF FLORIDA)
SS.
COUNTY OF MIAMI-DADE)

The foregoing instrument was acknowledged before me this 19TH day of DECEMBER, 2002, by JUAN PORTELA, President and JUAN PORTELA, Secretary of ECLECTIC ANTIQUES, INC.

WITNESS my hand and seal in the County and State last aforesaid this 19TH day of DECEMBER, 2002.

My commission expires:

[Signature]
NOTARY PUBLIC



CERTIFICATE AS TO RESOLUTIONS

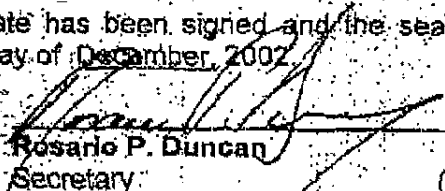
I, **JUAN PORTELA**, President of **ECLECTIC ANTIQUES, INC.**, a Florida corporation, being first duly sworn and deposed hereby certify as follows:

At a Special Meeting of the Shareholders and Board of Directors of the Corporation, duly and regularly held in accordance with the Corporation's Bylaws on December 19, 2002, at which a quorum as prescribed by law and the by-laws of the Corporation was present and voting throughout, the following recitals and resolutions were unanimously adopted and the same have not been revoked, cancelled, annulled or amended in any manner and are in full force and effect on the date of this Certificate:

RESOLVED, that the Board of Directors and the Shareholders adopt a plan of Liquidation pursuant to Section 331 of the Internal Revenue Code of 1954 as amended as recommended by the corporation's attorney. The following Plan of Liquidation is adopted:

1. The Corporation shall cease to carry on any business, except insofar as may be necessary for the proper winding up thereof, and shall take the necessary steps to complete formal dissolution under the Florida Corporate Act, and shall withdraw from all jurisdictions in which it is qualified to do business.
2. The Corporation shall proceed to collect its assets and, after paying or adequately providing for payment of all of its obligations, it shall distribute the remainder of its assets, in cash and in kind, to its shareholders.
3. That **Juan Portela** as President and **Juan Portela** as Secretary of the corporation are hereby authorized to execute any and all documents necessary or relevant to said dissolution.

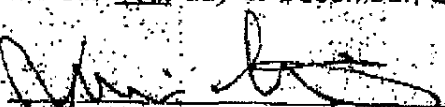
IN WITNESS WHEREOF, this Certificate has been signed and the seal of the Corporation has been affixed hereto this 19th day of December, 2002.


Rosario P. Duncan

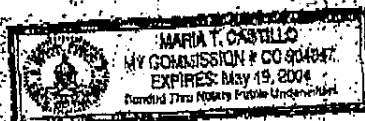
Secretary

(SEAL)

SWORN TO and SUBSCRIBED before me this 19th day of December, 2002, at Coral Gables, Miami-Dade County, Florida.


NOTARY PUBLIC

My Commission Expires:



HD2000239852

MINUTES OF SPECIAL MEETING OF THE SHAREHOLDERS
AND BOARD OF DIRECTORS OF

ECLECTIC ANTIQUES, INC.

A Special Meeting of the Shareholders and Board of Directors of ECLECTIC ANTIQUES, INC., a Florida corporation, was held at the offices of the corporation on the 19th day of December, 2002, at 10:00 a.m.

Upon a roll call the following were found present:

ANDREW FRANK

Sole Director and Sole Shareholder

Rosario P. Duncan, the attorney for the corporation, proposed to the Board of Directors and Shareholders that a liquidation pursuant to Section 331 of the Internal Revenue Code of 1954, as amended be adopted. Upon motion duly made, seconded and carried it was unanimously

RESOLVED, that the Board of Directors and the Shareholders adopt a plan of liquidation pursuant to Section 331 of the Internal Revenue Code of 1954 as amended as recommended by the corporation's attorney. The following Plan of Liquidation is adopted:

1. The Corporation shall cease to carry on any business, except insofar as may be necessary for the proper winding up thereof, and shall take the necessary steps to complete formal dissolution under the Florida Corporate Act, and shall withdraw from all jurisdictions in which it is qualified to do business.

2. The Corporation shall proceed to collect its assets and, after paying or adequately providing for payment of all of its obligations, it shall distribute the remainder of its assets, in cash and in kind, to its sole shareholders.

3. That Juan Portela as President and Juan Portela as Secretary of the corporation are authorized to execute any and all documents necessary or relevant to said dissolution.

There being no further business to come before the meeting same was duly adjourned.

Juan Portela
Secretary of the Meeting

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