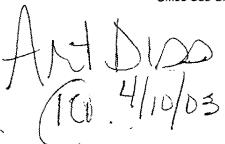
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(Requestor's Name)
(Address)
(Address)
(City/State/Zip/Phone #)
PICK-UP WAIT MAIL
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(Document Number)
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PRSGROUP 801 Brickell Avenue

16th Floor Miami, Florida 33131-4901/USA E-mail: info@prsint.com Tel. (305) 381-8340 Fax (305) 381-8334

March 31, 2003

DEPARTMENT OF STATE Division of Corporations PO Box 6327 Tallahassee, FL. 32314

Re: Sloman Finance Inc. (B.V.I)

Dear Sirs:

Enclosed please find the following documents:

1. Original Articles of Dissolution signed and dated March 21, 2003.

- 2. Original Consent of Dissolution, dated March 24, 2003.
- 3. Check in the amount of \$35.00 for the processing fees.

Please proceed with the dissolution of the above-mentioned company a soon as possible.

We are including an additional copy of the Articles of Dissolution so it can be stamped as well. Kindly return it in the enclosed self-stamped envelope.

Thank you for your attention to this matter.

Sincerely,

Mara C. Benitez
Corporate & Clients

Department Assistant

**MCB** 

Enclosures

## ARTICLES OF DISSOLUTION

Pursuant to section 607.1403, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST:	The name of the corporation is: SLCMAN FINANCE INC. BVI
SECOND:	The date dissolution was authorized: February 24, 2003
THIRD:	Adoption of Dissolution (CHECK ONE)
Disgusters	solution was approved by the shareholders. The number of votes cast for dissolution sufficient for approval.
Dis	solution was approved by vote of the shareholders through voting groups.
	The following statement must be separately provided for each voting group ntitled to vote separately on the plan to dissolve:
The	number of votes cast for dissolution was sufficient for approval by
	(voting group)
Sig	med this 21st day of March , 2003
Signature	Muidera
	(By the Chairman or Vice Chairman of the Board, President, of other officer)
	Javier de Otaduy
	(Typed or printed name)
	President
	(Title)

## WRITTEN CONSENT OF SHAREHOLDERS

OF

## SLOMAN FINANCE INC. BVI

Pursuant to Section 607.1402 of the Florida Business Corporation Act, the undersigned, being the holders of all the outstanding shares of capital stock (the "Shareholders") of Sloman Finance, Inc. BVI., a Florida corporation (the "Company"), hereby consent to and approve the following resolution without a meeting and without prior notice:

WHEREAS, the Shareholders believes that it is in the best interests of the Company and the Shareholders to dissolve the Company;

THEREFORE, BE IT RESOLVED, that the Shareholders of the Company hereby consent to the dissolution of the Company and the winding up of its business by the Company's Board of Directors and officers; and further

RESOLVED, that the President or any Vice President and Secretary or any Assistant Secretary of the company are hereby authorized and directed to file Articles of Dissolution with the Secretary of State of the State of Florida in substantially the form attached hereto; and further.

RESOLVED, that the President of the company is authorized and directed to execute all documents, instruments, reports, tax returns, certificates and affidavits required by any federal, state or local law, ordinance, statute or rule in connection with and incidental to the dissolution and liquidation of the Company, and to take any and all other action as is deemed appropriate to effectuate the dissolution and liquidation of the Company, and to take any and all other action as is deemed appropriate to effectuate the dissolution and liquidation of the Company.

IN WITNESS WHEREOF, the undersigned have executed this written consent of this 24th day of February, 2003.

SOLE SHAREHOLDER:

SLOMAN FINANCE CORP

By: Worldwide Corporate Services Inc. Ltd.

It's Sole Director