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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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O & P Tax-Accounting Corp.

1260 SW 142nd Court, Miami, FL 33184
Phone (305) 223-4747 * Fax (305) 223-9894
E-Mail: OscarTaxes@aol.com

TRANSMITTAL LETTER
of
ARTICLES OF DISSOLUTION

April 27, 2003

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

Subject: **WOLFCORP, INC.**
Document #:   P96000046767

Please find attached an original and one copy of the Articles of Dissolution of:

WOLFCORP, INC.

A check for $35.00 is also herein enclosed to cover for the filing fees.

Please mail the acknowledgement letter/document to:

O & P Tax-Accounting Corp
1260 SW 142nd Court
Miami, FL 33184
305-223-4747

Thank you,

O & P Tax-Accounting Corp.

ARTICLES OF DISSOLUTION

ATX1

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

FIRST: The name of the corporation is: WolfCorp, Inc

(P96000046767)

SECOND: The date dissolution was authorized: 12/31/2002

THIRD: Adoption of Dissolution   (CHECK ONE)

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

[ ] Dissolution was approved by vote of the shareholders through voting groups.
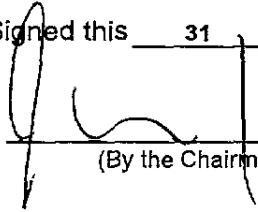
The following statement must be separately provided for each voting group entitled to vote separately on the plan to dissolve:

The number of votes cast for dissolution was sufficient for approval by

_____
(voting group)

Signed this   31   day of   December   ,   2002   .

Signature _____
(By the Chairman or Vice Chairman of the Board, President, or other officer)

Carlos D'Alessandria
_____
(Typed or printed name)

President
_____
(Title)