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FILED
98 JUN -8 AM 11:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

June 2, 1998

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

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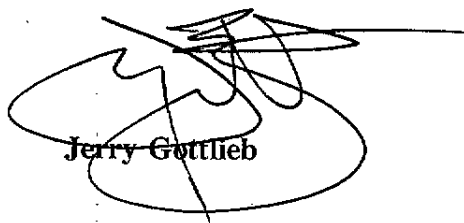
**In Re: MG 20/20, Inc.
Dissolution**

Dear Secretary of State:

Enclosed please find the *Articles of Dissolution* for the above-captioned corporation. We are also enclosing our check in the amount of \$87.50 (\$35.00 filing fee, \$52.50 for preparation of a certified copy). Please forward the certified copy of the dissolution to the undersigned at the address above.

Should you have any questions or wish to discuss this matter further, please feel free to contact us.

Sincerely yours,


Jerry Gottlieb

kf
Encs.

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ARTICLES OF DISSOLUTION
(F.S. §607.1402-1403)

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TALLAHASSEE, FLORIDA

1. The Name of the Corporation is:

MG 20/20, INC

2. Dissolution was authorized on June 1, 1998.

3. The number of votes cast by the shareholders was sufficient for approval.

DATED this 1st day of June, 1998.

MG 20/20, INC

By: _____


Matthew A. Geiger, Chairman

Attest: _____


Mark A. Geiger, Secretary