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BARRY G. HOFFMAN*
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April 8, 1997

DEPARTMENT OF STATE
Division of Corporations
Corporate Records Bureau
409 East Gaines Street
Tallahassee, FL 32301

FILED
97 APR 14 PM 12:26
SECRETARY OF STATE
TALLAHASSEE FLORIDA

RE: Articles of Dissolution
Advertising Resources Plus, Inc.

500002142785--6
-04/14/97--01175--001
*****35.00 *****35.00

Dear Sir/Madam:

Enclosed herewith please find original and one (1) copy of Articles of Dissolution of Advertising Resources Plus, Inc. We are also enclosing a check in the amount of \$35.00, which represents your fee for filing the dissolution.

Please return one (1) conformed copy of the Articles of Incorporation to this office in the stamped-addressed envelope provided for your convenience.

Thank you for your cooperation in this matter. Please feel free to contact this office with any questions or concerns.

Very truly yours,

Alice V. Castelli
ALICE V. CASTELLI
Legal Assistant
Enc./

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VS APR 21 1997

**ARTICLES OF DISSOLUTION
OF
ADVERTISING RESOURCES PLUS, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PURSUANT to the provisions of Section 607.1403 of the Florida Statutes, these Articles of Dissolution provide that:

**ARTICLE ONE
NAME OF CORPORATION**

The name of the corporation is ADVERTISING RESOURCES PLUS, INC. (the "Corporation").

**ARTICLE TWO
DATE DISSOLUTION AUTHORIZED**

The Dissolution was authorized by the Corporation's shareholders on December 9th 1996

**ARTICLE THREE
SHAREHOLDER APPROVAL**

The Dissolution was approved by a majority of the Corporation's shareholders, which is sufficient for dissolution of the Corporation.

IN WITNESS WHEREOF these Articles of Dissolution have been executed on behalf of the Corporation by its duly authorized officer on the 26th day of March, 1997.

ADVERTISING RESOURCES PLUS, INC.
a Florida corporation

By: [Signature]

President

By: [Signature]

Sole Shareholder

witness

witness

STATE OF FLORIDA
COUNTY OF - Palm Beach

I HEREBY CERTIFY, that on this day, the foregoing instrument was acknowledged before me by STEVEN A. FELDMAN, who, are/is personally known to me or who have/has produced FL 3578148 377 as identification and who acknowledged before me that he/she/they executed the same freely and voluntarily for the purpose therein expressed.

WITNESS my hand and official seal in the County and State last aforesaid this 26 day of March, 1997.

[Signature]
Notary Public/State of Florida

My Commission Expires:

