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MASON & ASSOCIATES

Professional Association
Attorneys at Law

December 5, 1997

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

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-12/08/97--01131--006

*****35.00 *****35.00

Re: Caice Software Corporation
Our Ref. No. 2509.1

Dear Sir/Madam:

Enclosed please the original and a copy of the Articles of Dissolution for Caice Software Corporation. Please file the original Articles of Dissolution upon receipt, file stamp the copy and return it to us in the envelope provided.

We have enclosed a check in the amount of \$35.00 to cover the cost of filing.

If you should have any questions or need additional information, please call us rather than return the Articles of Dissolution unfiled. Thank you.

Sincerely,

Mary M. Romary
Legal Assistant

/mr
Enclosure

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FILED
97 DEC -8 AM 10:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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LFS
12-12-97

ARTICLES OF DISSOLUTION
OF
CAICE SOFTWARE CORPORATION

FILED

97 DEC -8 AM 10:16

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The effective date of this dissolution is December 4, 1997, and the corporation is dissolved as of that date.

2. The name of the corporation is CAICE SOFTWARE CORPORATION.

3. The date that the dissolution was authorized was December 4, 1997.

4. The dissolution was approved unanimously by the Shareholders and Directors and the number of votes cast by the Shareholders and Directors was sufficient for approval.

5. These Articles of Dissolution are being filed pursuant to Section 607.1403, Fla. Stat.

DATED this 4th day of December, 1997.

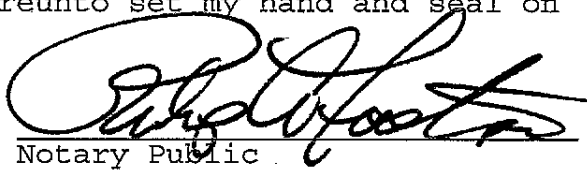


Alan G. Akman, President

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

BEFORE ME personally appeared Alan G. Akman of 410 Ware Boulevard, Suite 2000, Tampa, Florida 33619, and acknowledged before me that he executed the foregoing Articles of Dissolution. He is personally known to me or has produced FL. DRIVERS LICENSE as identification and did (did not) take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and seal on this 5th day of December, 1997.



Notary Public

My commission expires:

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Philip A Foster
My Commission CC612523
Expires January 9 2001