

P96000083918

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Thomas C. Little

H. Michael Evans
of Counsel

FILED
98 JAN 16 PM 1:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
BANKRUPTCY
REAL ESTATE LAW
CORPORATE & BUSINESS LAW
CRIMINAL LAW
CONSTITUTIONAL LAW
MARITAL & FAMILY LAW
PERSONAL INJURY & WRONGFUL DEATH
WILLS PROBATE & ESTATE PLANNING

December 18, 1997

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

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

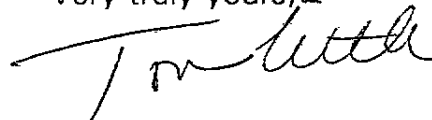
RE: Adult Connection Entertainment, Inc.
Articles of Dissolution

Dear Sir:

Enclosed please find original Articles of Dissolution for Adult Connection Entertainment, Inc.. I have also enclosed my check in the amount of \$35.00.

If you have any questions or need further information, please do not hesitate to contact me.

Very truly yours,



Thomas C. Little
Attorney at Law

TCL:js
enc.

VS JAN 16 1998

Voldis



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

January 6, 1998

THOMAS C. LITTLE, P.A.
P.O. BOX 5379
CLEARWATER, FL 34625

SUBJECT: ADULT CONNECTION ENTERTAINMENT, INC.
Ref. Number: P96000083918

We have received your document for ADULT CONNECTION ENTERTAINMENT, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please include the exhibit(s) referred to in your document. *(EXHIBITS NOW ATTACHED) Thank you*

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6909.

Velma Shepard
Corporate Specialist

Letter Number: 798A00000659

**ARTICLES OF DISSOLUTION
OF ADULT CONNECTION ENTERTAINMENT, INC.**

FILED

98 JAN 16 PM 1:55

**To: Department of State
Tallahassee, FL 32304**

**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

Pursuant to the provisions of Section 607.267 of the Florida General Corporation Act, the undersigned corporation adopts the following articles of dissolution for the purpose of dissolving the corporation:

1. The name of the corporation is **Adult Connection Entertainment, Inc.**
2. The names and respective addresses of the officers of the corporation

are as follows:

President Michael Del Prete

Secretary Gary Stollar

Treasurer Gary Stollar

3. The names and respective addresses of the directors of the corporation

are as follows:

Michael Del Prete Gary Stollar

4. All debts, obligations and liabilities of the corporation have been paid or discharged.

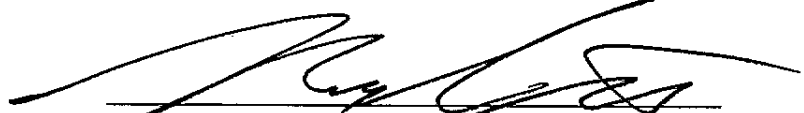
5. All the property and assets of the corporation remaining after the payment of all debts, obligations and liabilities of the corporation have been distributed among its stockholders in accordance with their respective rights and interests.

6. There are no actions pending against the corporation in any court.

7. The corporation elected to dissolve by unanimous written consent of stockholders, and such written consent has been signed by all stockholders of the corporation. A copy of such written consent is attached to these articles.

DATED on this 15th day of December, 1997.

ADULT CONNECTION ENTERTAINMENT, INC.



By Its President


MICHAEL DEL PRETE, Shareholder


GARY STOLLAR, Shareholder

STATE OF Florida
COUNTY OF Pinellas

December The foregoing instrument was acknowledged before me this 15th day of November, 1997, by Michael Del Prete, as President of **ADULT CONNECTION ENTERTAINMENT, INC.**, a Florida corporation, on behalf on the corporation. He is ~~personally known~~ to me or has produced FL Drivers license as identification and did take an oath.


Notary Public

My commission expires:



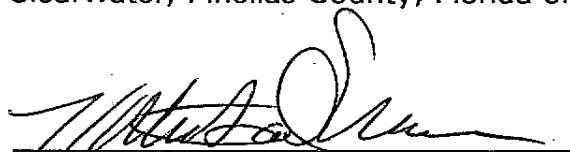
H. Michael Evans
My Commission CC602240
Expires November 18, 2000

STATE OF FLORIDA
COUNTY OF PINELLAS

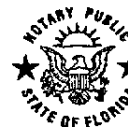
BEFORE ME, the undersigned officer duly authorized to administer oaths and take acknowledgments, personally appeared **MICHAEL DEL PRETE**, who after being duly cautioned and sworn, did depose and say that he has affixed his name to the foregoing Articles of Dissolution of **ADULT CONNECTION ENTERTAINMENT, INC.**, as the original subscriber to said corporation and a shareholder, for the purpose therein expressed.

WITNESS my hand and official seal at Clearwater, Pinellas County, Florida on this 15th day of ~~November~~, 1997.

December


Notary Public

My commission expires:

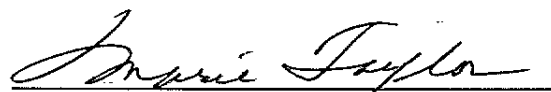


H Michael Evans
My Commission CC602240
Expires November 18, 2000

STATE OF NEW YORK
COUNTY OF Nassau

BEFORE ME, the undersigned officer duly authorized to administer oaths and take acknowledgments, personally appeared **GARY STOLLAR**, who after being duly cautioned and sworn, did depose and say that he has affixed his name to the foregoing Articles of Dissolution of **ADULT CONNECTION ENTERTAINMENT, INC.**, as a shareholder, for the purpose therein expressed.

WITNESS my hand and official seal at Nassau County, New York on this 26 day of November, 1997.


Notary Public

My commission expires: 3/99

MARIE TAYLOR
NOTARY PUBLIC, State of New York
No. 01TA5075210
Qualified in Nassau County
My Commission Expires 3/99

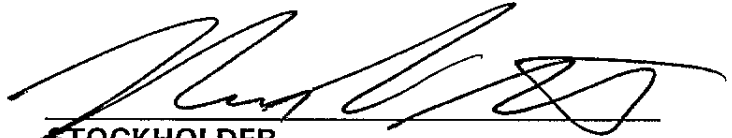
**WRITTEN ACTION OF THE
STOCKHOLDERS OF
ADULT CONNECTION ENTERTAINMENT, INC.**

The undersigned, being all of the stockholders of the corporation, hereby take the following written action in lieu of holding a meeting pursuant to the Florida Statutes:


1. It is noted that it is in the best interests of the corporation to dissolve the corporate business at the end of 1997, and transfer the remaining assets to **MICHAEL DEL PRETE** and **GARY STOLLAR** as the sole stockholders.

RESOLVED that the officers of the corporation are hereby authorized to execute Articles of Dissolution for the corporation.

DATED this 15th day of January, 1998.



STOCKHOLDER



STOCKHOLDER