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ROSENTHAL ROSENTHAL RASCO  
STOK DENBERG & WOLF

Kirk L. Dahlke  
Michael B. Denberg  
Keith R. Gaudioso  
Jonathan E. Kanov  
Adam D. Kaplan  
Eduardo I. Rasco  
Alan S. Rosenthal  
Kerry E. Rosenthal  
Robert A. Stok  
Jorge Luis Wolf

*Of Counsel*

Jerome S. Hollo

Turnberry Plaza, Suite 500  
2875 Northeast 191st Street  
Aventura, Florida 33180  
Telephone (305) 937-0300  
Facsimile (305) 937-1311

November 13, 1997

Secretary of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

000002350810--4  
-11/18/97--01075--002  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

**Re: THOMAS HEIDEMANN + PARTNERS, INC.**

Dear Sir/Madam:

Enclosed herewith please find an original and one (1) copy of Articles of Dissolution for the above-referenced corporation, together with this firm's check in the amount of \$35.00 representing your filing fee. Additionally, I have enclosed a stamped envelope for the return of a copy for our files.

Thank you for your courtesy and cooperation in this matter. Should you have any questions, please do not hesitate to contact us at (305) 937-0300.

ROSENTHAL ROSENTHAL RASCO  
STOK DENBERG & WOLF

By:

ADAM D. KAPLAN

For the Firm

ADK/cc  
Enclosures

FILED  
97 NOV 18 PM 12:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Vol. Diss.

See  
11/24

**ARTICLES OF DISSOLUTION**

**OF**

**THOMAS HEIDEMANN + PARTNERS, INC.,  
a Florida corporation**

**FILED**  
97 NOV 18 PM 12:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**FIRST:** The name of the Corporation is THOMAS HEIDEMANN + PARTNERS, INC.

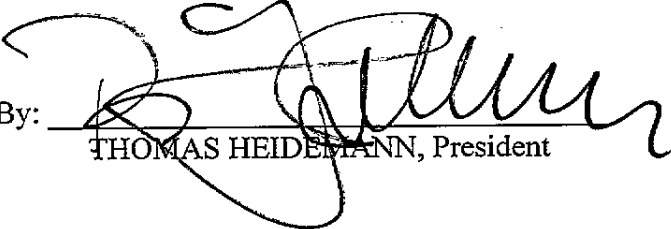
**SECOND:** The date dissolution was authorized is November 15, 1997.

**THIRD:** Dissolution was approved by the shareholders. The unanimous vote cast for dissolution was sufficient for approval.

**FOURTH:** The Corporation is dissolved upon the effective date of these Articles of Dissolution.

Signed this 11 day of November, 1997.

THOMAS HEIDEMANN + PARTNERS, INC.,  
a Florida corporation

By:   
THOMAS HEIDEMANN, President