1P96000088682

A PARTNERSHIP

SUITE 2900 717 SEVENTEENTH STREET

DENVER, COLORADO 80202-3329

303-297-2400 FACSIMILE 303-292-7799

http://www.kutakrock.com

March 13, 1997

ATLANTA
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VIA UNITED STATES MAIL

Division of Corporations Florida Department of State P.O. Box 6327 Tallahassee, FL 32314 800002115998--5 -03/18/97--01042--018 -*****35.00 ******35.00

Re: MHD Funding Corporation-Filing of Articles of Dissolution

Ladies and Gentlemen:

Enclosed for filing with your office are three copies of the Articles of Dissolution of MHD Funding Corporation, a Florida corporation, and our firm check in the amount of \$35,000 in payment of the filing fee.

Please return the files copy of the Articles of Dissolution to me in the enclosed preaddressed, postage prepaid envelope.

Thank you for your assistance. Please do not hesitate to call me if you have any questions.

Sincerely yours,

Cynthia G. Lewi

Legal Assistant

enclosures

cc: Ms. Dora Chi,

Flatiron Credit Company, LLC

VS MAR 2 0 1997

Vold:s

ARTICLES OF DISSOLUTION

FILED 97 MAR 17 PM 1:4 SECRETARY OF STAT TALLAHASSEE FLORIS

Pursuant to 607.1401, Florida Statutes, this corporation submits the following articles of dissolution:

First:	The nam	e of the corporation is MHD Funding Corporation	
SECOND:	The articles of incorporation were filed on		
THIRD:	(check one)		
	XX	None of the corporation's shares have been issued.	
		The corporation has not commenced business.	
FOURTH:	No debt	of the corporation remains unpaid.	
FIFIH:	The net assets of the corporation remaining after winding up have been distributed to the shareholders, if shares were issued.		
SIXTH:	Adoption of Dissolution (check one)		
	X	A majority of the incorporators authorized the dissolution.	
		A majority of the directors authorized the dissolution.	
Sig		13th day of March , 19 97 .	
	Signa	the chairman or vice chairman of the board, president, or other officer if adopted by the directors)	
	-	Robert J. Ahrenholz (Typed or printed name)	
	_	Incorporator (Title)	