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DISSOLUTION

HELLER CAPITAL, INC.

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**ARTICLES OF DISSOLUTION
OF
HELLER CAPITAL, INC.**

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TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1403 of the Florida Statutes, the undersigned HELLER CAPITAL, INC., a Florida corporation (the "Corporation"), adopts the following Articles of Dissolution for the purpose of dissolving the Corporation:

The name of the Corporation is: HELLER CAPITAL, INC.

1. The dissolution of the Corporation was recommended and authorized by the Board of Directors of the Corporation and authorized on December 9, 1998 by shareholders pursuant to Sections 607.1402 of the Florida Statutes.

2. The number of votes cast in favor of dissolution was sufficient for approval.

Dated: December 9, 1998

HELLER CAPITAL, INC.

By: 

Michael Heller, President

Michael S. Heller
Florida Bar No. 863637
Edwards & Angell
250 Royal Palm Way
Palm Beach FL 33480
561-833-7700

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