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UDINE & UDINE, P.A.

ATTORNEYS AT LAW

6209 WEST COMMERCIAL BOULEVARD

FORT LAUDERDALE, FLORIDA 33319

TEL. (954) 724-8999 • FAX (954) 724-9321

e.mail:udinelaw@aol.com

MOREY UDINE*
MICHAEL I. UDINE

*ADMITTED TO N.J. BAR

FILED

02 MAY 22 AM 11:28

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

May 17, 2002

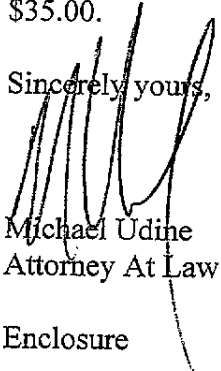
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

RE: RICHARD ROTHKOPF ENTERPRISES

Dear Sir or Madam:

Enclosed please find Articles of Dissolution and Shareholder consents. Please file same and return filed copies to me in the enclosed envelop. I am enclosing my check in the amount of \$35.00.

Sincerely yours,


Michael Udine
Attorney At Law

Enclosure

cc: Richard Rothkopf

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ARTICLES OF DISSOLUTION
OF
RICHARD ROTHKOPF ENTERPRISES, INC.

FILED
02 MAY 22 AM 11:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I. The name of this Corporation is RICHARD ROTHKOPF ENTERPRISES, INC., which was duly incorporated on this 11 day of February, 1997, by the State of Florida.

II. The name, title and Post Office address of each of the directors and officers of the Corporation are as follows:

President: Richard S. Rothkopf
3300 N. University Drive
Suite 401
Coral Springs, FL 33065

Vice President: Richard S. Rothkopf
3300 N. University Drive
Suite 401
Coral Springs, FL 33065

Secretary-Treasurer: Richard S. Rothkopf
3300 N. University Drive
Suite 401
Coral Springs, FL 33065

III. The Corporation has no property or assets.

IV. There are no actions or lawsuits presently pending against the Corporation.

V. The Corporation has elected to dissolve on the unanimous written consent of its shareholders and directors. A copy of the Consents are incorporated and attached hereto.

IN WITNESS WHEREOF, the undersigneds have executed these Articles of Dissolution this 17 day of May, 2002 in Broward County, Florida.

RICHARD ROTHKOPF ENTERPRISES, INC.

BY: Richard S. Rothkopf
Richard S. Rothkopf, PRESIDENT

ATTEST: Richard S. Rothkopf
Richard S. Rothkopf, SECRETARY

STATE OF FLORIDA
COUNTY OF BROWARD

Before me personally appeared RICHARD S. ROTHKOPF, personally known to me to be the persons who executed the foregoing Articles of Dissolution, and they acknowledged before me that they executed these Articles of Dissolution of RICHARD ROTHKOPF ENTERPRISES Inc. on behalf of the Corporation.

Carol J. Singer
NOTARY PUBLIC



Carol J. Singer
My Commission DD034245
Expires August 17 2005

CONSENT TO DISSOLUTION

The undersigned, being all the owners of all of the outstanding stock of RICHARD ROTHKOPF ENTERPRISES, INC., a Florida corporation and all of the directors thereof, do hereby consent to the dissolution of RICHARD ROTHKOPF ENTERPRISES INC., in accordance with the Articles of Dissolution dated *MAY 17*, 2002 to which this Consent is attached.

Dated: *MAY 17*, 2002

Richard S Rothkopf
RICHARD S. ROTHKOPF

Carol J Singer



Carol J Singer
My Commission DD034245
Expires August 17 2005