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August 7, 1998

VIA FEDERAL EXPRESS

Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

800002613888-5
-08/12/98-01055-004
*****87.50 *****87.50

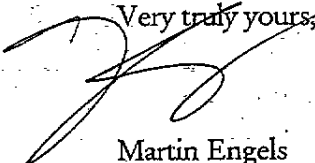
Re: Bentley's By Mail, Inc. Articles of Dissolution

Dear Sir/Madam:

Enclosed please find Articles of Dissolution for Bentley's By Mail, Inc. and a check to your order in the amount of \$87.50. Please cause the Articles to be filed and a certified copy returned to the undersigned as soon as possible.

Thank you for your prompt cooperation.

Very truly yours,


Martin Engels

cc: Kenneth Young
Paul Quinn

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF DISSOLUTION

BENTLEY'S BY MAIL, INC.

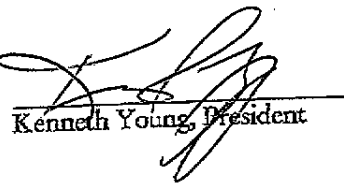
Bentley's By Mail, Inc. hereby files these Articles of Dissolution with the Department of State of the State of Florida and states as follows:

1. The name of the corporation is Bentley's By Mail, Inc.
2. The dissolution was authorized on August 7, 1998.
3. The dissolution was approved by all of the shareholders.

IN WITNESS WHEREOF, the undersigned hereunto executes these Articles of Dissolution this August 7, 1998.

BENTLEY'S BY MAIL, INC.

By:


Kenneth Young, President

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA