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OTHER FILINGS R	EGISTRATION/QUA	ALIFICATION
Annual Report Fictitious Name	Foreign Limited Partnership Reinstatement Trademark	- -
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CR2E031(7/97)

Examiner's Initials

ARTICLES OF DISSOLUTION OF GEMINI ENTERTAINMENT NETWORK, INC.

In accordance with the provisions of Section 607.1403, Florida Statutes, the undersigned officer of GEMINI ENTERTAINMENT NETWORK, INC., a Florida corporation (the "Corporation"), desiring to dissolve the Corporation, hereby submits the following:

ARTICLE I

The name of the Corporation is Gemini Entertainment Network, Inc.

2002 AUG 28 AM II: 33 SECHE LARY OF STATE ALLAHASSEE, FLORIDA

ARTICLE II

The shareholders have, by unanimous written consent, elected to dissolve the Corporation on August 22, 2002.

ARTICLE III

The dissolution of the Corporation was approved by shareholders owning 100% of the issued and outstanding shares of capital stock of the Corporation, and therefore the number of votes cast for dissolution was sufficient for approval.

ARTICLE IV

These Articles of Dissolution shall be effective upon filing with the Secretary of State.

The undersigned, for the purpose of dissolving Gemini Entertainment Network, Inc. under the laws of the State of Florida, has executed these Articles of Dissolution as of August 22, 2002.

GEMINI ENTERTAINMENT NETWORK, INC.

By:

David Felger, President and Secretary