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135 W. CENTRAL BLVD.
P.O. Box 1059
ORLANDO, FLORIDA 32802-1059

December 27, 1999

Secretary of State
Florida Department of State
Division of Corporation
Post Office Box 6327
Tallahassee, Florida 32314

VIA AIRBORNE EXPRESS

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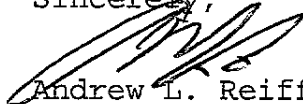
Re: Dissolution of Race Station Family Center, Inc.

Dear Sir or Madam

I am enclosing herewith the Articles of Dissolution for Race Station Family Center, Inc., along with a check in the amount of \$35.00 for the filing fee. Please send written confirmation that the corporation has been dissolved.

If you have any questions, please do not hesitate to call me.

Sincerely,


Andrew L. Reiff

ALR/mc
Enclosure

cc: Peter Buxbaum, President

FILED
99 DEC 29 AM 11:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Uob:5

V. SHEPARD 11 2000

ARTICLES OF DISSOLUTION
OF RACE STATION FAMILY FUN CENTER, INC.
PURSUANT TO SECTION 607.267
OF THE FLORIDA GENERAL CORPORATION ACT

FILED
99 DEC 29 AM 11:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1403 of the Florida General Corporation Act, the undersigned corporation adopts the following Articles of Dissolution for the purpose of dissolving the corporation:

1. The name of the corporation is RACE STATION FAMILY FUN CENTER, INC.
2. The Articles of Incorporation were filed on March 19, 1997.
3. The Dissolution was authorized on December 28th, 1999
4. The corporation has only one class of stock and all shareholders voted all one hundred of the issued and outstanding shares for the dissolution. No shareholders voted against the dissolution. Therefore, the number of votes cast by the shareholders for dissolution was sufficient was for approval.

Dated Dec 28, 1999.

BY:

Peter Buxbaum
PETER BUXBAUM
President

AND:

Sharon Buxbaum
SHARON BUXBAUM
Secretary

STATE OF FLORIDA

COUNTY OF Seminole

The foregoing instrument was acknowledged before me this 28 day of December, 1999, by PETER BUXBAUM, as President of RACE STATION FAMILY FUN CENTER, INC., a Florida corporation, on behalf of the corporation. He is personally known to me or has produced FL. D.L. as identification.

NOTARY PUBLIC:

sign

Janet Laufenberg

print

Janet Laufenberg

State of Florida At Large (Seal)

My Commission Expires:

OFFICIAL NOTARY SEAL

JANET L. LAUFENBERG

NOTARY PUBLIC STATE OF FLORIDA

COMMISSION NO. CC549404

MY COMMISSION EXP. APR. 22, 2000

STATE OF FLORIDA

COUNTY OF Seminole

The foregoing instrument was acknowledged before me this 28 day of December, 1999, by SHARON BUXBAUM, as Secretary of RACE STATION FAMILY FUN CENTER, INC., a Florida corporation, on behalf of the corporation. She is personally known to me or has produced FL. D.L. as identification.

NOTARY PUBLIC:

sign

Janet Laufenberg

print

Janet Laufenberg

State of Florida At Large (Seal)

My Commission Expires:

OFFICIAL NOTARY SEAL

JANET L. LAUFENBERG

NOTARY PUBLIC STATE OF FLORIDA

COMMISSION NO. CC549404

MY COMMISSION EXP. APR. 22, 2000