70*0*00 3 3335.

PIZZA WORLD MARKETING FUND, INC.

5125 Willow Leaf Drive Sarasota, Florida 34241 Bus. (941) 922-9282 Fax (941) 923-5447

Margh 13, 1998

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****157.50 *****35.00

Department of State Division of Corporations 409 E. Gaines Street Tallahassee, Florida 32399 Attn: Susan Payne

RE: Pizza World Marketing Fund, Inc.

Dear Sir/Madam:

Enclosed for filing are:

- Articles of Dissolution of Pizza World Marketing Fund, Inc., a corporation formed on April 11, 1997 under the Florida Business Corporation Act, and assigned document number P97000033353, together with Affidavit under Section 607.1405(4) of the Florida Business Corporation Act.
- An original and one copy of Articles of Incorporation for Pizza World Marketing Fund, Inc., a corporation to be formed under the Florida Not For Profit Corporation Act.
- Our remittance in the amount of \$157.50 for the filing fees and a certified copy of the Articles of Incorporation for Pizza World Marketing Fund, Inc., a corporation to be formed under the Florida Not For Profit Corporation Act.

If you have any questions, please call our attorney, Lawrence A. Tower, at (248) 642-6000.

yours,

N. Burnham

TNB/lat enclosure

MAY 2 0 1998

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ARTICLES OF DISSOLUTION

FILED

PIZZA WORLD MARKETING FUND, INC. 98 MAY 20 AM 10: 31

SECRETARY OF STATE TALLAHASSEE, FLORIDA

ARTICLE 1: NAME

The name of this Corporation is Pizza World Marketing Fund, Inc.

ARTICLE 2: DATE OF FILING OF ARTICLES OF INCORPORATION

The Corporation's Articles of Incorporation were filed on APRIL 11, 1997 under the Florida Business Corporation Act, and assigned document number P97000033353.

ARTICLE 3: SHARES

None of the Corporation's Shares have been issued.

ARTICLE 4: DEBT

No debt of the Corporation remains unpaid.

ARTICLE 5: NET ASSETS

The Corporation had no net assets to distribute, and no shareholders to whom to distribute.

ARTICLE 6: AUTHORIZATION

The sole Incorporator of the Corporation has authorized this dissolution.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Dissolution

this 2nd day of March, 1998.

Thomas N. Burnham

"Sole Incorporator"

Sole Director