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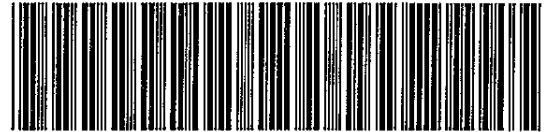
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TALLAHASSEE, FLORIDA

**WARWICK SIMSES BAUER & BANISTER**  
A Partnership of Professional Corporations

140 Royal Palm Way, Suite 205  
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December 9, 2002

State of Florida  
Secretary of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32301

Re: Atlantic Conduction Corporation

Dear Representative:

Enclosed please find the following:

1. Article of Dissolution of Atlantic Conduction Corporation.
2. Check in the amount of \$43.75 representing filing fee.

Please proceed to process this documentation. We request that you provide us with a Certificate regarding Dissolution in which we have included an additional \$8.75 in the above-referenced check.

Thank you for your assistance. If you have any questions, please do not hesitate to contact me.

Sincerely yours,



Peter A. Flanagan

PAF/jb  
Enclosures

FILED  
02 DEC 13 PM 4:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF DISSOLUTION  
OF  
ATLANTIC CONDUCTION CORPORATION**

FILED  
02 DEC 13 PM 4:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA


**ARTICLE I  
NAME AND ADDRESS**

The name of this corporation is ATLANTIC CONDUCTION CORPORATION (the "Corporation"), which corporation was organized under the laws of the State of Florida by Articles of Incorporation dated April 18, 1997, with an effective date of April 17, 1997, and whose present mailing address is c/o Warwick Simses, 140 Royal Palm Way, #205, Palm Beach, Florida 33480.

**ARTICLE II  
DISSOLUTION PURSUANT TO F.S. §607.1403**

By written action of the shareholders of the Corporation pursuant to Florida Statutes §607.0704, on December 4, 2002, by unanimous vote, the holders of all issued and outstanding stock of the Corporation consented to immediate dissolution of the Corporation, and the number of votes so cast was sufficient for approval of said dissolution. The effective date of dissolution of the Corporation shall be December 4, 2002.

IN WITNESS WHEREOF, the undersigned, sole Director and President of the Corporation, has executed these Articles of Dissolution on this 4 day of December, 2002.

  
\_\_\_\_\_  
Jacques P. Haya, Sole Director and  
President