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OFFICES IN:

TAMPA
SUN CITY CENTER
LAND O' LAKES

June 20, 2002

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

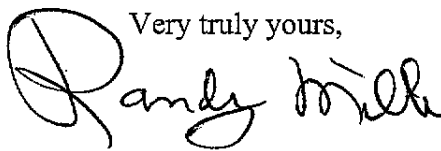
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Dear Sir or Madam:

Enclosed are originals and copies of the Articles of Dissolution for Nacero, Inc. and Boroce, Inc. Please file the Articles of Dissolution and date stamp the enclosed copies and return them to our office at the above address. We are also enclosing herein our firm's trust account check in the amount of \$70 to cover the cost of the filing of the Articles of Dissolution.

Should you have any questions, please do not hesitate to contact our office.

Very truly yours,


Randell Miller

RM/ct

Enclosure

cc: Mr. Robert Speciale (w/o encl.)
Mr. James I. Rickard, C.P.A. (w/encl.)

FILED
02 JUN 24 PM 4:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Ps 6/27/02
Diss

ARTICLES OF DISSOLUTION
OF
BOROCE, INC.

FILED

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Pursuant to the provisions of Florida Statute Section 607.1403, these Articles of Dissolution provide that:

ARTICLE I - NAME

The name of the Corporation is BOROCE, INC.

ARTICLE II - DATE DISSOLUTION AUTHORIZED

The Dissolution was authorized by the Corporation's Directors and Shareholders on June 17, 2002, to be effective upon the filing of these Articles with the Florida Secretary of State.

ARTICLE III - SHAREHOLDER APPROVAL

The Dissolution was approved by all of the Corporation's Shareholders, which is sufficient for dissolution of the Corporation.

IN WITNESS WHEREOF these Articles of Dissolution have been executed on behalf of the Corporation by its duly authorized officers on this 17 day of June, 2002.

BOROCE, INC.

By:

Robert Reisik
Robert Reisik, President

By:

Cecil T. Salmon
Cecil T. Salmon, Secretary