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BARTHOLE & ROSARIO

Professional Accountants

12855 SW 136 Ave, Ste. 213
Miami, FL 33186
(305)378-6608
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August 25, 1998

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*****35.00 *****35.00

Teresa Brown
Corporate Specialist
Florida Dept. Of State
Division of Corporations
Amendment Section
P.O. Box 6327
Tallahassee, FL 32314

Dear Ms. Brown:

Please file the enclosed Articles of Dissolution of **NELO VARIETY THRIFT INC.** as soon as possible, and return the corresponding acknowledgment letter to me:

Paul A. Barthole
12855 SW 136 Ave, Suite 213
Miami, FL 33186

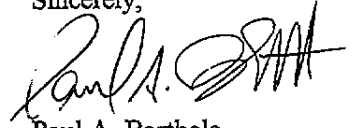
You may contact the President of NELO at the following address:

Marcelle Martelly
1440 NE 201 Terrace
North Miami Beach, FL 33179

FILED
98 SEP 28 PM 3:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Should you have any further questions, please do not hesitate to call me at the number on the letterhead.

Sincerely,



Paul A. Barthole
Managing Partner

PAB/pab
enclosures (2)

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Vol. Diss.

**ARTICLES OF DISSOLUTION
of
NELO VARIETY THRIFT INC.**

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98 SEP 28 PM 3:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to section 607.1403, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST

The name of the corporation is: **NELO VARIETY THRIFT INC.**

SECOND

The dissolution of the above-named corporation was authorized on **January 1, 1998.**

THIRD

Adoption of Dissolution (CHECK ONE)

Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.

Dissolution was approved by vote of the shareholders through voting groups.

The number of votes cast for dissolution was sufficient for approval by
(voting group)

Signed this 28th day of August, 1998 .


Ms. Marcelle Martelly
President