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October 9, 1997

Florida Dept. of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

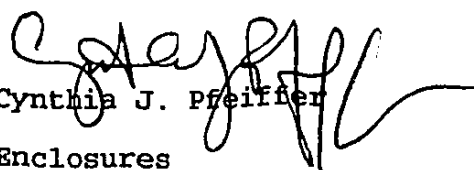
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Hello:

Enclosed please find the Articles of Dissolution of Pond Designs, Inc. and Shareholders resolution to dissolve corporation to be filed with your office. My Trust check in the amount of \$43.75 to cover the \$35.00 filing fee for Articles of Dissolution and \$8.75 for a certificate of status showing the corporation has been dissolved is enclosed.


If there is any problem please contact me.

Very Truly Yours,


Cynthia J. Pfeiffer

Enclosures

FILED
97 OCT 13 AM 9:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA


10/16

Vol. Diss.

ARTICLES OF DISSOLUTION
POND DESIGNS INC.

FILED
97 OCT 13 AM 9:37
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 POND DESIGNS INC.

SECOND: The date dissolution was authorized: August 25, 1997.

THIRD: Adoption of Dissolution. Dissolution was approved by the
shareholders. The number of votes cast for dissolution
was unanimous and sufficient for approval.

Signed this 23 day of September, 1997.


NICHOLAS L. HARPER, President

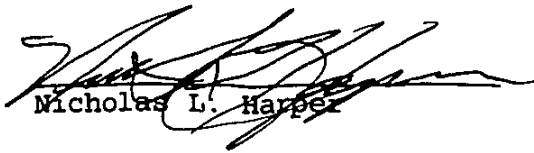

KYLE NELSON, Secty\Trs.

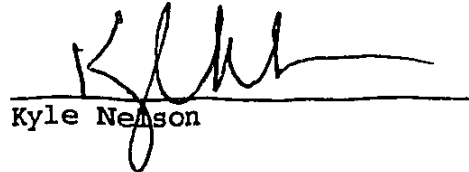
POND DESIGNS INC.

SHAREHOLDERS RESOLUTION TO

DISSOLVE CORPORATION

Nicholas L. Harper and Kyle Nelson, shareholders of Pond Designs Inc., a Florida Corporation, hereby resolve and authorized the dissolution of Pond Designs, Inc. effective August 25, 1997. There was never any business transacted by Pond Designs, Inc., although application was made with the Florida Department of Revenue for a tax identification number for the corporation. The vote on the resolution to dissolve was unanimous.


Nicholas L. Harper


Kyle Nelson