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October 31, 1997

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TRADE ADVISORY SERVICES
DALLAS
DETROIT
PANAMA CITY
CONSULTING SERVICES

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

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*(NOT ADMITTED IN FL)

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CHANDRI NAVARRO-BOWMAN*

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

Re: Articles of Dissolution - Carria, Inc.

To Whom it May Concern:

Enclosed is the Articles of Dissolution form for CARRIA, INC. along with a checking the amount of \$35.00 representing the filing fee.

Please send any correspondence to the attention of the undersigned at the address above.

Sincerely.

SANDLER, TRAVIS & ROSENBERG, P.A.

By:__

Lauren V. Perez Senior Paralegal

LVP/tm Enclosures s:/tiffany/busdevlp/lauren/brencdis.ltr

VS NOV 7 1997

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ARTICLES OF DISSOLUTION

| Pursuant to articles of a | 607.1401, Florida Statutes, this Florida profit corporation submits the following lissolution: |
|------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------|
| FIRST: | 607.1401, Florida Statutes, this Florida profit corporation submits the following lissolution: The name of the corporation is: Carria, Inc. |
| SECOND: | The articles of incorporation were filed on: |
| THIRD: | (CHECK ONE) |
| | None of the corporation's shares have been issued. |
| ŧ | The corporation has not commenced business. |
| FOURTH: | No debt of the corporation remains unpaid. |
| FIFTH: | The net assets of the corporation remaining after winding up have been distributed to the shareholders, if shares were issued. |
| SIXTH: | Adoption of Dissolution (CHECK ONE) |
| | A majority of the incorporators authorized the dissolution. |
| , | X A majority of the directors authorized the dissolution. |
| Sigr | ned this 27 day of 0 ctrlbu 19 97. |
| Signati | (By the chairman of vice chairman of the board, president, or other officer - if there are no officers or directors, by an incorporator.) |
| | Carole M. Brener (Typed or printed name) |
| | President |
| | (Title) |