

P97 00065988

PEDRO ESTALELLA, JR., CTP, CPTx, LUTC
CERTIFIED TAX PROFESSIONAL
CERTIFIED PRACTITIONER OF TAXATION

OFFICE: (305) 261-9292 FAX: 261-9300

ESTALELLA & ASSOCIATES, INC., 7481 SW 8 STREET, MIAMI, FL 33144-4547

+ INCOME TAX + ACCOUNTING + INSURANCE + TRANSLATIONS + NOTARY PUBLIC +

04/13/1999

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

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

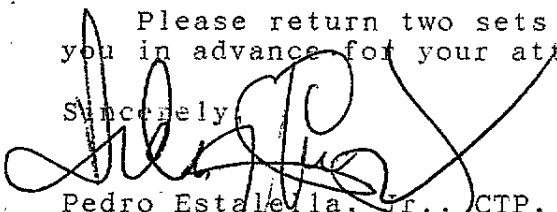
RE: Vero Optical, Inc.

Gentlemen:

Enclosed please Articles of Voluntary Dissolution, executed in triplicate, for Vero Optical, Inc., and a check in the amount of \$35.00, to cover the required fees.

Please return two sets of the filed document to our office. Thank you in advance for your attention to this matter.

Sincerely,


Pedro Estalella, Jr., CTP, CPTx, LUTC
Certified Tax Professional
Certified Practitioner of Taxation
Licensed Multi-Lines Insurance Agent

/ece
enclosures: 3 sets & check

cc: 2091

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CORAP VOLD S

MRB
MAEND
4/21/99

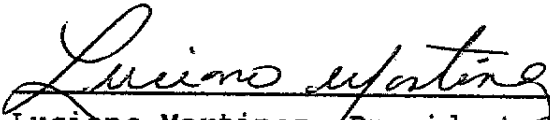
ARTICLES OF
VOLUNTARY DISSOLUTION OF
Vero Optical, Inc.

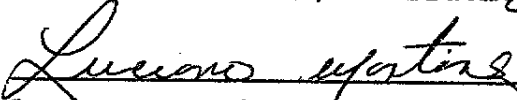
FLORIDA CHARTER No. P97000065988

1. ARTICLE 1, Vero Optical, Inc., a corporation organized under the laws of the State of Florida, ceased all operations on 03/31/1999, and hereby files these Articles of Voluntary Dissolution, with the Secretary of State for the purpose of terminating it's existence and thus eliminate the need for Administrative Dissolution.

2. ARTICLE 2, The foregoing Articles of Voluntary Dissolution document was unanimously approved and adopted by the all of the directors and shareholders of the aforesaid corporation, during a Joint Special Meeting of the Shareholders and Board of Directors of the said Corporation, held on 04/01/1999.

IN WITNESS WHEREOF, the undersigned President and Secretary of the corporation have executed these Articles of Voluntary Dissolution, in triplicate, on 04/01/1999.


Luciano Martinez, President

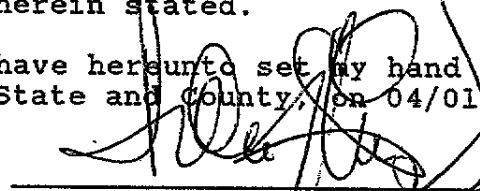

Luciano Martinez, Secretary

ACKNOWLEDGEMENT AND CERTIFICATION BY NOTARY PUBLIC

STATE OF FLORIDA
COUNTY OF DADE

BEFORE ME, the undersigned authority, authorized to take acknowledgements in the State and County set forth above, personally appeared Luciano Martinez, well known to me, and known to me to be the person who executed the foregoing Articles of Voluntary Dissolution, of a total of one (1) page, including this page, and who acknowledged that he executed the same for the purpose therein stated.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal in the aforesaid State and County, on 04/01/1999.


Pedro Estalella, Jr.
Notary Public State of Florida at Large
7481 SW 8 St., Miami, FL 33144-4547

