P97000070573

September 10, 2001

DEBIT MEMO ANNUAL REPORT DISSOLUTION NOTICE

ANNUAL REPORT: WE COOK

MANAGEMENT CORP.

200004582442--0

DEBIT MEMO: 14767-K

CHECK# 1523



September 12, 2001

WE COOK MANAGEMENT CORP. 2601 S. BAYSHORE DRIVE SUITE 1600 MIAMI, FL 33133

SUBJECT: WE COOK MANAGEMENT CORP.

Debit Memo #: 14767-K

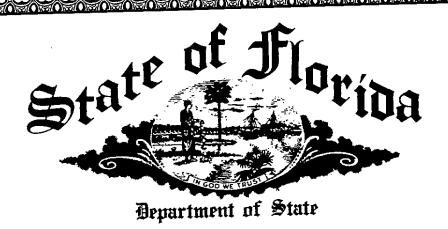
Document #: P97000070573

Due to your failure to respond to our letter advising you of your returned check and giving you 60 days notice of our intent to dissolve the above corporation, this corporation is now administratively dissolved.

A Certificate of Dissolution is enclosed.

Should you have any questions, please feel free to contact this office at (850) 245-6057.

Sincerely, Pat Bailey Accountant II



CERTIFICATE OF ADMINISTRATIVE DISSOLUTION

The provisions of section 607.1421 or 617.1421, Florida Statutes, which requires 60 days notice of a proposed dissolution, have been met for WE COOK MANAGEMENT CORP., a corporation organized under the laws of the State of Florida. This corporation is hereby administratively dissolved as of September 11, 2001 for failure to file the required annual report(s), as required by law.

The document number of this corporation is P97000070573.

Given under my hand and the Great Seal of the State of Florida at Tallahassee, the Capitol, this the Twelfth day of September, 2001



CR2EO22 (1-99)

K**atherine Harris** Katherine Harris Secretary of State