

RGAE Entertainment, Inc.

1144 Park Green Place * Winter Park, Florida 32789

Phone: (407)628-8936 * Fax: (407)628-0878

P97000078575

April 13, 1999

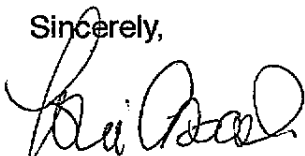
Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

To whom it may concern:

Enclosed, please find Articles Dissolution regarding R.G.A. Entertainment, Inc., as well as, a check in the amount of \$35 cover the filing fee expense for this document.

Any further information regarding this request can be forwarded to my attention at the above referenced address and telephone and fax numbers.

Sincerely,


Toni Assael

500002842685-1
-04/16/99-01096-002
*****35.00 *****35.00

/s/
enclosures

Wildis

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TLL APR 20 1999

ARTICLES OF DISSOLUTION

Pursuant to 607.1401, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST: The name of the corporation is: R G A Entertainment, Inc.

SECOND: The filing date of the articles of incorporation was: 09/10/97

THIRD: (CHECK ONE)

None of the corporation's shares have been issued.

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.

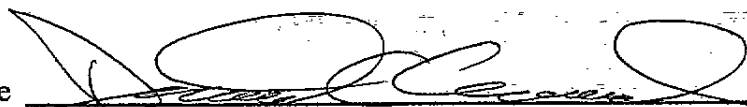
SIXTH: Adoption of Dissolution (CHECK ONE)

A majority of the incorporators authorized the dissolution.

A majority of the directors authorized the dissolution.

Signed this 15 day of April, 19 99

Signature


(By the chairman or vice chairman of the board, president, or other officer - if there are no officers or directors, by an incorporator.)

Daniel C. Assael

(Typed or printed name)

President

(Title)

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