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Date: October 28th, 2003

. To: Florida Department of State

From: BitPlayer, Inc.

Re: Dissolution of corporation

Please use the attached 'Article of Dissolution' as the above referenced corporation's submission of dissolution.

5040 Barfield Road 7/1/A F1

Bruce Slager

Sun Slager

ARTICLES OF DISSOLUTION

Pursuant to section 607.1403, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:		
FIRST:	The name of the corporation is: Bir PLAYER, INC.	
SECOND:	The date dissolution was authorized: 12,31.2002	
THIRD:	Adoption of Dissolution (CHECK ONE)	
was	solution was approved by the shareholders. The number of votes cast for dissolution sufficient for approval.	
7	solution was approved by vote of the shareholders through voting groups. The following statement must be separately provided for each voting group ntitled to vote separately on the plan to dissolve:	
The	number of votes cast for dissolution was sufficient for approval by	
	(voting group)	
Signature	med this 28 day of October, 2003. (By the Chairman or Vice Chairman of the Board, President, or other officer)	
	LARRY R. Weinstein (Typed or printed name)	
	PRESIDENT	

(Title)