

Beth Crowell
Certified Public Accountant

1311 Commerce Lane • Suite 9 • Jupiter, Florida 33458 • (561) 747-0272 • Fax (561) 747-9907

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June 3, 1998

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

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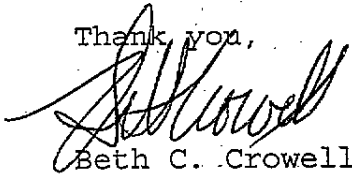
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***157.50 ***35.00

Dear ladies/gentlemen:

Please find enclosed a copy of the Articles of Dissolution for the Show Biz Kids, Inc. This is due to the mis-filing of for profit articles for a non-profit organization. Also included are the new articles of incorporation for the non-profit organization. We have included a statement from Carl Presto, that he is releasing the name to the non-profit corporation. Please call us with any questions and/or comments, as we are sure you realize we are a little screwed up with the organization of this company.

Thank you,


Beth C. Crowell

FILED
98 JUN -9 AM 8:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dess

LFS 6-12-98

ARTICLES OF DISSOLUTION

FILED

98 JUN -9 AM 8:21

1. The name of this corporation is:

SHOW BIZ KIDS, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The principal address of this corporation was:

6331 Rocking Horse Road
Jupiter, FL 33458

2. June 1, 1998 is the date the dissolution was authorized.
3. The corporation has not commenced to conduct its affairs. There are no debts unpaid.
4. Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.

Signed this 3rd day of June, 1998

SHOW BIZ KIDS, INC

BY:

Carl Presto
President, Carl Presto
Title