ATTORNEYS AT LAW

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ROGER L. SHAFFER ROGER L. SHAFFER, JR.

TELEPHONE (561) 998-3150 FAX (561) 998-3151

January 9, 2001

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

> Articles of Dissolution of Re: Planetbid.com, Inc.

P98000016009

400003533204--4 -01/11/01--01078--002 *****35.00 *****35.00

Dear Reader:

Please file the enclosed Articles Dissolution of Planetbid.com, Inc. A check for the filing fee in the amount of \$35.00 is enclosed, along with a self-addressed stamped envelope for the return of a date stamped copy (copy enclosed) of the filing.

Thank you and call with any questions.

Sincerely,

Roger L. Shaffe

For the Firm

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RLS/ms

Enclosures

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ARTICLES OF DISSOLUTION of PLANETBID.COM, INC.

I, Richard R. Carta, Secretary of PLANETBID.COM, INC., certify that on December 3/, 2000, pursuant to the applicable portions of sections 607.704, and 607.1403, Florida Statutes, the shareholders of every voting group unanimously voted for and consented to the dissolution of PLANETBID.COM, INC. to be effective as of December 3/2, 2000.

PLANETBID.COM, INC.

y:____

Richard R. Carta

Secretary