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FILED
00 DEC 14 PM 2:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032
REFERENCE : 929500 4392335
AUTHORIZATION : *Patricia Pigute*
COST LIMIT : \$ 35.00

ORDER DATE : December 12, 2000

ORDER TIME : 12:54 PM

ORDER NO. : 929500-005

CUSTOMER NO: 4392335

CUSTOMER: Felicia Dell'olio, Paralegal
Kirkpatrick & Lockhart Llp
1251 Avenue Of The Americas
45th Fl.
New York, NY 10020-1104

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DOMESTIC FILINGS

NAME: TRANSATLANTIC DUTY FREE (USA)
INC.

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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RECEIVED

XX ARTICLES OF DISSOLUTION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Norma Hull - EXT# 1115
EXAMINER'S INITIALS: _____

Q. COULLETTE DEC 14 2000

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: Transatlantic Duty Free (USA) Inc

SECOND: The date dissolution was authorized: November 11, 2000

THIRD: Adoption of Dissolution (CHECK ONE)

Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.

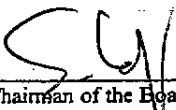
Dissolution was approved by vote of the shareholders through voting groups.

The following statement must be separately provided for each voting group entitled to vote separately on the plan to dissolve:

The number of votes cast for dissolution was sufficient for approval by

_____ (voting group)

Signed this 15 day of November, 19 2000
15th

Signature 
(By the Chairman or Vice Chairman of the Board, President, or other officer)

Eduard Walpen
(Typed or printed name)

President
(Title)

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