



THE UNITED STATES
CORPORATION
COMPANY

PP8000030288

ACCOUNT NO. : 072100000032

REFERENCE : 947442 7111586

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : September 1, 1998

ORDER TIME : 10:53 AM

ORDER NO. : 947442-005

CUSTOMER NO: 7111586

CUSTOMER: E. John Lopez, Esq
Norton Gurley Hammersley &
Suite 610
1819 Main Street
Sarasota, FL 34236

000002630120--0
-09/01/98--01045--010
*****35.00 *****35.00

DOMESTIC FILINGS

NAME: INTERLOGIXX VENTURES, INC.

XX ARTICLES OF DISSOLUTION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

EXAMINER'S INITIALS:

FILED
98 SEP -1 PM 2:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
98 SEP -1 AM 11:24
DIVISION OF CORPORATION

me *9/1*

ARTICLES OF DISSOLUTION
OF
INTERLOGIXX VENTURES, INC.
a Florida corporation

FILED
98 SEP -1 PM 2:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of the Florida Business Corporation Act, the undersigned corporation adopts the following Articles of Dissolution for the purpose of dissolving the corporation:

ARTICLE I - NAME

The name of the corporation is INTERLOGIXX VENTURES, INC.

ARTICLE II - DATE OF AUTHORIZED

The date dissolution was authorized was AUGUST 28TH, 1998.

ARTICLE III - RESOLUTION TO DISSOLVE

Pursuant to the authority contained in Section 607.1402 and 607.1403 of the Florida Statutes, the number of shareholders of the common stock of the corporation entitled to vote thereon which were required for approval elected to dissolve the corporation effective the date these Articles of Dissolution are filed with the Secretary of State. A copy of the Resolution to Dissolve is annexed hereto. Said Resolution was adopted by a vote of the Shareholders of the corporation on AUGUST 31ST, 1998.

IN WITNESS WHEREOF, the undersigned, being the President of the corporation has executed these Articles of Dissolution this 31ST day of AUGUST, 1998.

INTERLOGIXX VENTURES, INC.,
a Florida corporation

By: Kevin Rogers
Kevin Rogers, President

**ACTION BY WRITTEN CONSENT OF SHAREHOLDERS
IN LIEU OF SPECIAL MEETING
OF**

INTERLOGIXX VENTURES, INC.

The undersigned shareholder, constituting more than two-thirds of the outstanding shares of the above-named corporation, a Florida corporation, does hereby consent in writing to the adoption of the following resolution, taking the action in lieu of a special meeting of the corporation as permitted by Section 607.0704 of the Florida Statutes.

RESOLVED AS FOLLOWS:

1. That a Plan of Complete Liquidation and Dissolution, hereinafter referred to as the "Plan", for the purpose of effecting the complete liquidation and dissolution of the corporation in accordance with Sections 331 and 336 of the Internal Revenue Code and Sections 607.1402 and 607.1403 of the Florida Statutes, is hereby ratified and affirmed.

2. That following the adoption of the Plan, the Corporation shall not engage in any business activities except for the purpose of preserving the value of its assets, adjusting and winding up of its business and affairs, and distribution of its assets in accordance with the Plan.

3. That the Officers shall set aside a reserve fund in an amount estimated by the accountants of the corporation to be sufficient to pay all unpaid income taxes and state taxes, and accounting expenses and legal expenses in connection therewith. Any amount remaining in the reserve fund after the payment of such taxes and expenses shall be distributed to the shareholders in proportion to the ownership of shares in the Corporation.

4. That the Officers of the Corporation shall, within thirty (30) days of the adoption of the Plan, execute and file Treasury Department Form 966, and in due time, all other returns, documents and information required to be filed by reason of the complete liquidation of the corporation. The effective date of the dissolution shall be the date of filing of the Articles of Dissolution with the Secretary of State.

INTELLIWORXX, INC.

By: Kevin Rogers
Kevin Rogers, President

Shareholder