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P98000032878

March 7, 2000

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32301

Re: Sunshine Benefits, Inc.

900003182219--1
-03/23/00--01120--012
*****87.50 *****43.75

Gentlemen:

Enclosed are the original and a signed copy of the Articles of Dissolution of Sunshine Benefits, Inc. Please file the original and return the copy certified, along with your certificate of dissolution.

Also enclosed is our check in the amount of \$87.50 for the \$35.00 dissolution fee and the \$52.50 fee for the certified copy.

Sincerely,

JONES, FOSTER, JOHNSTON & STUBBS, P.A.

By: _____

Peter Blatt

PB:sls

Enclosures

N:\PAB\9841-16\Disso SecyState 001.wpd

EFFECTIVE DATE
3-31-2000

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAR 23 PM 3:03

Mr. Blatt authorized
to add date diss
was authorized.

Dissolution
LF
4-18-2000

EFFECTIVE DATE
3-31-2000

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 MAR 23 PM 3: 03

**ARTICLES OF DISSOLUTION OF
SUNSHINE BENEFITS, INC.**

SUNSHINE BENEFITS, INC., a Florida corporation, files these Articles of Dissolution pursuant to F.S. 607.1403 and states:

1. The name of the corporation is SUNSHINE BENEFITS, INC., a Florida corporation.
2. Dissolution of the corporation was authorized on March 17, 2000.
3. All shareholders, which is sufficient for approval, approved dissolution of the corporation.
4. The effective date of these Articles shall be March 31, 2000.

IN WITNESS WHEREOF, this corporation has caused this certificate to be signed by its President this 17th day of March, 2000.

SUNSHINE BENEFITS, INC.

(CORPORATE SEAL)

By 
Ron Sellers, President

STOCKHOLDERS' AND DIRECTOR'S CONSENT

Pursuant to Florida Statutes 607.1402(6) and 607.0704, we, the undersigned, being the stockholders of SUNSHINE BENEFITS, INC., a Florida corporation, do hereby adopt the following resolution:

RESOLVED, that the stockholder and the sole Director of SUNSHINE BENEFITS, INC., consent to the dissolution of the corporation effective March 31, 2000, and, it is

FURTHER RESOLVED, that the officers of the corporation are authorized and directed to take all actions necessary to wind up the affairs of the corporation and to execute any documents necessary and incident thereto.

Dated this 17th day of March, 2000.



RON SELLERS,
Stockholder and Sole Director