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L. Joseph Schmoke 761 N.E. Harbour Drive Boca Raton, Florida 33431-6926 Res. tel. 561-416-7268 Res. fax 561-416-1055 Cell 561-289-4102 Office 561-338-2404

January 10, 2003

Division of Corporations P.O. Box 6327 Tallahassee FL 32314

Re: Articles of Dissolution

UCI Web Partners Acquisition Company

FEI # 65-0832119

Dear Folks:

Enclosed you will find a check in the amount of \$35.00 in payment of the filing fee for the dissolution of the above named Florida corporation and a true copy of Articles of Dissolution pursuant to Sec. 607.1403, Florida Statutes.

Very truly yours,

Tophhohe

ARTICLES OF DISSOLUTION

Pursuant to section 607.1403, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST:	ST: The name of the corporation is:						
<u> </u>	UCI	WEB	PARTNERS	AcquisiTi	on comy	YUAY	
SECOND:	The date diss	solution w	ras authorized:	DECEMBER 30	, 2002	_	
THIRD:	Adoption of	Dissolutio	on (CHECK ONE)				
	solution was a sufficient for		by the shareholders.	The number of votes cas	rt for dissolution		
Dis	solution was a	pproved b	y vote of the shareh	olders through voting gro	oups.		
			must be separately ply on the plan to diss	orovided for each voting goodve:	group		
The	number of vo	tes cast fo	or dissolution was su	fficient for approval by			
			(voting group)			•	
Sig	gned this 3	ST da	y of DECEN	MBER	1002		
Signature _	(By the C	hairman or V	Mulue Action of the Board	, President, or other officer)	TALLA	3	
	•	L, J	(Typed or printed na	moke	ARY C		
		<u></u>	CHAIRMAN (Title)		FSTATE		