Barbaya's Personal Services, Inc.

PARALEGAL & SECRETARIAL
SUFE-2A
152 8th AVEN VE S. V.
LARGO, FLORIDA 13770-3613

TELEPHONE 727859-8505
FACSIMILE 585-9184

June 22, 1999

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

100002917431--4 -06/28/39--01114--018 *****35.00 ******35.00

TRANSMITTAL LETTER

SUBJECT: STEVEN MITCHELL GALLERY, INC.

Enclosed is an original and one (1) copy of the articles of DISSOLUTION and a check for Thirty Five & 00/100 (\$35.) for filing fee.

Thank you.

FROM:

Barbara S. Hicks

152 8th Avenue, S.W., Suite 2A

Largo, Florida 33770-3613

(727) 559-8505

Sincerely,

Barbara S. Hicks

September 1997 of 1997

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: Steven Mitchell Gallery, Inc.
SECOND:	The date the dissolution was authorized: June 1, 1999.
THIRD:	Adoption of Dissolution (CHECK ONE)
[_X_] Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.	
[] Dissol	ution was approved 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	
Signed this 22nd day of June, 1999. Signature (By the Chairman of the Board, President, or other office)	

STEVEN M. KALTER
Director / President