

P98000047440

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DISSOLUTION

CALL PLUS USA, INC.

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

July 9, 2001

CALL PLUS USA, INC.
2601 S. BAYSHORE DRIVE, PH1
COCONUT GROVE, FL 33133

SUBJECT: CALL PLUS USA, INC.
REF: P98000047440

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Darlene Connell
Corporate Specialist

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ARTICLES OF DISSOLUTION

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CALL PLUS USA, INC.

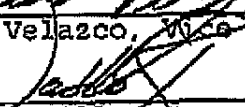
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Pursuant to and in accordance with Section 607.1403 of the Florida Statutes, at a meeting duly called of the Board of Directors and of the Shareholders of CALL PLUS USA, INC. (the "Corporation"), the Board of Directors and the Shareholders unanimously approved the dissolution of the Corporation and the filing of these Articles of Dissolution with the Secretary of State of Florida:

1. Name of the Corporation: CALL PLUS USA, INC.
2. Date Dissolution was Authorized: At a duly called meeting of the Board of Directors and of the Shareholders of the Corporation on July 6, 2001.
3. Number of Shareholder Votes: Unanimous Vote by all the Common Stock Shareholders.
4. Number of Shareholder Groups: One: Common Stock Shareholders.

IN WITNESS WHEREOF, these ARTICLES OF DISSOLUTION are executed this 6 day of July, 2001


Eduardo Vellazco, Vice President


Alvaro Castillo, Secretary
(SEAL)

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