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ARTICLES OF DISSOLUTION

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

FIRST: The name of the corporation is:

NORTHEAST PETROLEUM ENTERPRISES, INC.

SECOND: The articles of incorporation were filed on June 30, 1998

and assigned document number P98000058103.

THIRD: No debt of the corporation remains unpaid.

FOURTH: All of the shareholders of the corporation authorized the

dissolution, as evidenced by their signatures set forth below, and the number of votes cast for dissolution was

sufficient for approval.

FIFTH: The effective date of these Articles of Dissolution is

December 31, 2002.

Signed this 4 day of April, 2003.

Kleopas Kleopa, Trustee of the Kleopas Kleopa Revocable Trust Agreement Dated December 23, 1992

[signature blocks continue on following page]

ARTICLES OF DISSOLUTION -continued
Signed this day of April, 2003.

Andrea Kleopa, Trustee of the Andrea Kleopa Revocable Trust Agreement Dated December 23, 1992

Signed this day of April, 2003.

Michael Kleopa

Signed this day of April, 2003.

Gregory

NORTHEAST PETROLEUM ENTERPRISES, INC.