

P98000092924

January 1, 1999

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

Dear Sir/Madam:

Enclosed please find the articles of dissolution for South Beach Gym, Inc. Please dissolve this corporation effective immediately.

If you have any questions I may be reached at (305) 968-8524.

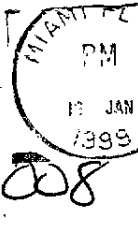
Thank you.


Claudette Espendez

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1-22-99
AKS

Claudette Espendez
P.O. Box 487
Tallahassee, FL 32308



DEPT OF STATE
TALLAHASSEE, FLORIDA

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FILED

ARTICLES OF DISSOLUTION

FIRST: The name of the corporation is South Beach Gym, Inc.

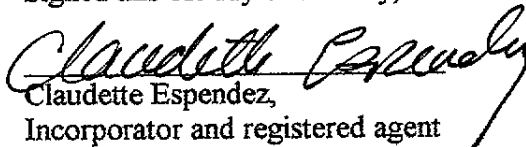
SECOND: The articles of incorporation were filed on November 2, 1998.

THIRD: The corporation has not commenced to conduct its affairs.

FOURTH: No debts of the corporation remain unpaid.

FIFTH: Adoption of dissolution was authorized by an incorporator and registered agent of the corporation.

Signed this 1st day of January, 1999.


Claudette Espendez,
Incorporator and registered agent

STATE OF FLORIDA
TALLAHASSEE, FLORIDA

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