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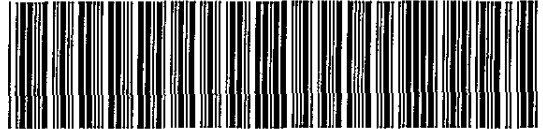
(Business Entity Name)

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03 FEB 24 PM 4:09

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dissolution

T BROWN FEB 25 2003

**Ivan Zuckerman
12331 SW 130 Street
Miami, FL 33186
305.238.4373**

February 18, 2003

**Florida Department of State
Division of Corporations
Corporate Filings
P.O. BOX 6327
Tallahassee, FL 32314**

Re: Dissolution of Corporation

**Name: The Audio Group Incorporated
FEI#: 65-0892762**

To Whom It May Concern:

On December 30, 2002, a shareholders meeting was held and it was decided that the corporation should be dissolved as of December 31, 2002.

Pursuant to section 607.1403, Florida Statutes, this Florida corporation submits the attached articles of dissolution.

Enclosed is a \$35.00 check payable to the Florida Department of State which covers the filing fee.

Should you have any questions, please feel free to contact me at the above address or telephone number.

Sincerely,



**Ivan Zuckerman
President/Director**

ARTICLES OF DISSOLUTION

FILED
03 FEB 24 PM 4:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

FIRST: The name of the corporation is: The Audio Group Incorporated

SECOND: The date dissolution was authorized: December 30, 2002

THIRD: Adoption of Dissolution (CHECK ONE)

☒ Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.

☐ Dissolution was approved by vote of the shareholders through voting groups.

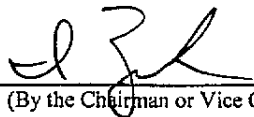
The following statement must be separately provided for each voting group entitled to vote separately on the plan to dissolve:

The number of votes cast for dissolution was sufficient for approval by

(voting group)

Signed this 18th day of February, 2003.

Signature



(By the Chairman or Vice Chairman of the Board, President, or other officer)

Ivan Zuckerman

(Typed or printed name)

President / Director

(Title)