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March 24, 2000

BY OVERNIGHT COURIER

Amendment Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

FILED
00 MAR 27 AM 9:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
6000003186086--2
-03/27/00--01141--015
*****35.00 *****35.00

Re: Telantis Venture Partners III, Inc.

Dear Sir/Madam:

Enclosed for filing are Articles of Dissolution and a check in the amount of \$35 to cover the filing fee.

Please return evidence of this filing to the undersigned.

Thank you.

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4-6-00
DWS

Very truly yours,

GOODMAN WEISS MILLER LLP



Gail Heidenreich
Legal Assistant

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Enclosures

**ARTICLES OF DISSOLUTION
OF
TELANTIS VENTURE PARTNERS III, INC.**

FILED

00 MAR 27 AM 9:20

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Section 607.1401, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

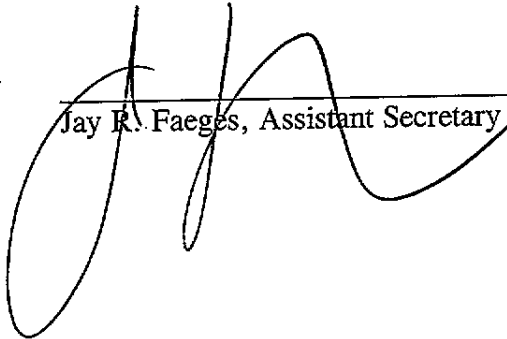
- FIRST: The name of the Corporation is Telantis Venture Partners III, Inc.
- SECOND: The filing date of the articles of incorporation was: February 19, 1999.
- THIRD: None of the corporation's shares have been issued.
- FOURTH: No debt of the corporation remains unpaid.
- FIFTH: The net assets of the corporation remaining after winding up have been distributed to the shareholders, if shares were issued.
- SIXTH: A majority of the incorporators authorized the dissolution.

Signed this 10 day of MARCH, 2000.

TELANTIS VENTURE PARTNERS III, INC.

By: 2700 Erieview Corp., Incorporator

By


Jay R. Faeges, Assistant Secretary