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BETTEE M. COLLISTER
CERTIFIED LEGAL ASSISTANT

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 SEP 16 PM 3:29

September 9, 2002

DIVISION OF CORPORATIONS
P.O. Box 6327
Tallahassee, FL 32314

Re: DEMETER HOLDINGS, INC.

200007769612--6
-09/16/02--01051--015
*****35.00 *****35.00

Dear Sir or Madam:

Enclosed please find ARTICLES OF DISSOLUTION for DEMETER HOLDINGS, INC., executed by James Saunders, the President.

Also enclosed is a check made payable to FLORIDA DEPARTMENT OF STATE, in the sum of \$35.00. This sum represents the filing fee for the Articles of Dissolution.

Please forward any correspondences in regards to this matter, to this firm at the above address.

Should you have any questions, do not hesitate to contact me.

Very truly yours,

Mark D. McWilliams, Esq.

MDM/sib
Enclosures
File No.: SAU02

V SHEPARD SEP 24 2002

ARTICLES OF DISSOLUTION

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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Pursuant to section 607.1403, Florida Statutes, this Florida profit corporation submits the following Articles of Dissolution:

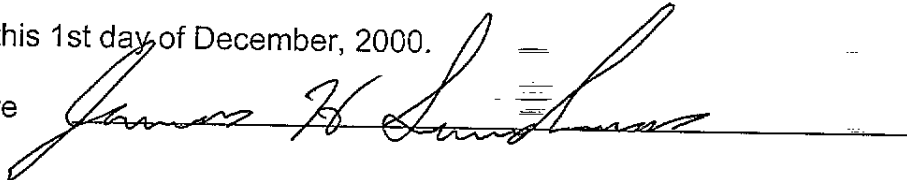
FIRST: The name of the corporation is: DEMETER HOLDINGS, INC.

SECOND: The date dissolution was authorized: **December 1, 2000**

THIRD: Adoption of Dissolution - Dissolution was approved by the unanimous vote of all shareholders.

Signed this 1st day of December, 2000.

Signature



JAMES H. SAUNDERS

(Typed or printed name)

PRESIDENT

(Title)