



DBT ONLINE, Inc.

P99000039076

Direct Line (561) 982-5339
Facsimile (561) 982-6478

March 21, 2000

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

Re: J&R GP Acquisition, Inc.

Dear Sir:

Enclosed please find Articles of Dissolution and our check in the amount of \$52.50 as payment for filing on behalf of J&R GP Acquisition, Inc.

If you have any questions concerning this matter, feel free to call me.

Very truly yours,

Ann McNamara
Contracts Manager

Enclosures

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAR 23 PM 3:15

Dissolution
LF
3-31-2000

ARTICLES OF DISSOLUTION

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

FIRST: The name of the corporation is: J&R GP Acquisition, Inc.

SECOND: The filing date of the articles of incorporation was: 4/29/99

THIRD: (CHECK ONE)

None of the corporation's shares have been issued.

The corporation has not commenced business.

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.

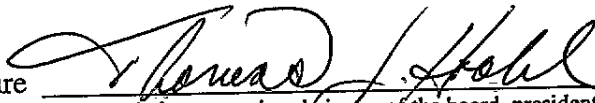
SIXTH: Adoption of Dissolution (CHECK ONE)

A majority of the incorporators authorized the dissolution.

A majority of the directors authorized the dissolution.

Signed this 16th day of March, 2000.

Signature



(By the chairman or vice chairman of the board, president, or other officer - if there are no officers or directors, by an incorporator.)

Thomas J. Hoolihan

(Typed or printed name)

Director

(Title)

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