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15 of March 2000

Divisions of Corporations P.O.Box 6327 Tallahassee, FL 32314

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Lorena Acosta 58885 Overseas Hwy, Marathon, FL 33050-6020

Dear Sir/Madam;

Enclosed find the articles of a dissolution for INNER CHANGES INC. If you have any questions, I can be contacted at (305) 743-3019. Please send any information to above address.

Sincerely,

Lorena Acosta

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SECRETARY OF STATE
SHURAHASSEE, FLORIDA

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V> 3-29-2000

ARTICLES OF DISSOLUTION

Pursuant t articles of	to 607.1401, Florida Statutes, this Florida profit corporation submits the following dissolution:
FIRST:	The name of the corporation is: INNER CHANGES INC.
SECOND:	The filing date of the articles of incorporation was: MAY 26, 1999
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.
Sig	ned this
Signatu	(By the chairman or vice chairman of the board, president, or other officer - if there are no officers or directors, by an incorporator.)
-	LORENA ACOSTA (Typed or printed name)
_	President.