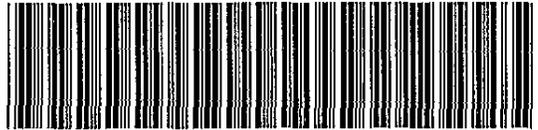


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Riviera Preparatory School
6800 NERVIA STREET
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ARTICLES OF DISSOLUTION

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03 MAR 27 AM 10: 56

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: SOALCIRC, INC.

SECOND: The date dissolution was authorized: 3-3-03

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 3RD day of MARCH, 2003.

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

PETER COHEN
(Typed or printed name)

VICE PRESIDENT
(Title)