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LAW OFFICES
of
THERESA BLAND EDWARDS, P.A.
412 NE 4th Street
Fort Lauderdale, FL 33301
Telephone (954) 463-5266
Fax (954) 463-2020

FILED
00 MAR 17 AM 11:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

March 14, 2000

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

000003174130
-03/17/00--01062--011
*****35.00 *****35.00

Re: Walsh vs. Cavanaugh

Dear Sir or Madam:

Enclosed please find the Articles of Dissolution consented to by all shareholders, a Consent to Dissolution of Cynoptic Technologies, Inc, and my check in the amount of \$35.00, payable to the Florida Department of State.

Please make the dissolution effective February 10, 2000.

Please return confirmation of the dissolution to my office and call at the above number if you need any further information.

Thank you for your assistance.

Yours truly,


Theresa Bland Edwards

cc: Lawrence Walsh

Uddis

V. SHEPARD MAR 29 2000

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA**ARTICLES OF DISSOLUTION**

In accordance with Florida Statute 607.0707, 607.1401 and 607.1403, the following information is provided for the purpose of obtaining the dissolution of said corporation. We do certify as follows:

1. The name of the corporation is CYNOPTIC TECHNOLOGIES, INC. The filing date of the articles of Incorporation was 6/24/99.
2. Dissolution was authorized by consent of all the shareholders on 2/10/2000, a copy of which is attached hereto. The number of votes cast for dissolution was sufficient for approval.
3. No debt of the corporation remains unpaid.
4. The net assets of the corporation remaining after winding up have been distributed to the shareholders..

Dated: 2-10-00
Richard Cavanaugh, Secretary
Lawrence Walsh, President

CONSENT TO DISSOLUTION OF CYNOPTIC TECHNOLOGIES, INC.

Pursuant to Florida Statute 607.0707, all of the shareholders of Cynoptic Technologies, Inc, consent and agree to the dissolution of Cynoptic Technologies, Inc. effective upon the date of the execution of this consent.

Dated: 2-16-00


Richard Cavanaugh


Lawrence Walsh