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TIMOTHY NICHOLAS THOMES

ATTORNEY AND COUNSELOR AT LAW

99198 OVERSEAS HIGHWAY

SUITE 8

P.O. BOX 3318

KEY LARGO, FLORIDA 33037

(305) 451-4053

FAX (305) 451-3768

E-Mail TNThomes@aol.com

November 1, 2001

Secretary of State
Corporate Records Bureau
Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, FL 32301

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-11/05/01--01040--015

*****35.00 *****35.00

Re: ARTICLES OF DISSOLUTION
Follow Your Heart Designs, Inc.

Dear Sir:

Enclosed please find the original and one copy of the Articles of Dissolution of the above referenced corporation. Also enclosed is my firm's check in the amount of \$35.00.

Please send a stamped copy of the Articles of Dissolution in the self-addressed, stamped envelope I have enclosed for your convenience.

Thank you for your attention to this matter.

Very truly yours,

TIMOTHY NICHOLAS THOMES, P. A.

Caroline N. Thomes

Caroline N. Thomes, CLA

TNT:ct
Enclosures

Diss
11-13-01
mas

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2001 NOV -5 PM 2:15

ARTICLES OF DISSOLUTION
OF FOLLOW YOUR HEART DESIGNS, INC.

2001 NOV -5 PM 2:15

A special meeting of all directors and shareholders of FOLLOW YOUR HEART DESIGNS, INC. was held on October 28, 2001 at 11:00 a.m. at the law office of Timothy Nicholas Thomes, P. A., 99198 Overseas Highway, Suite #8, Key Largo, Florida. Those present were: Caroline N. Thomes, constituting a quorum. Timothy N. Thomes, Esq. was also present.

Upon motion duly made and seconded, it was voted to waive written notice of this special meeting.

The director and shareholder resolved and voted to take the following actions in furtherance of this dissolution in accordance with Florida Statutes 607.267:

WHEREAS, the name of the corporation is FOLLOW YOUR HEART DESIGNS, INC.; and

WHEREAS, the name and address of the shareholder and director are: Caroline N. Thomes, 400 Coral Lane, Key Largo, Monroe County, Florida 33037.

WHEREAS the name and address of the sole officer of the corporation are: Caroline N. Thomes, 400 Coral Lane, Key Largo, Monroe County, Florida 33037 and

WHEREAS, all debts obligations and liabilities of the corporation have been paid or discharged or adequate provision has been made therefor; and

WHEREAS, there are no actions pending against the corporation in any court; and

WHEREAS, it is deemed to be in the best interests of FOLLOW YOUR HEART DESIGNS, INC. and its shareholder and director that this corporation be wound up and dissolved; and

WHEREAS, the corporation has sold and distributed all of its assets by unanimous vote and approval of its shareholder and director and she has voted to voluntarily dissolve the corporation;

RESOLVED, that the sole director and shareholder hereby elects to wind up and dissolve this corporation.

FURTHER RESOLVED, that the officer of this corporation is authorized and directed to file this certificate of election to wind up and dissolve and give written notice, as prescribed by Florida Statutes 607.267.

FURTHER RESOLVED, that the director, shareholder and officer of this corporation is authorized and directed to take such further action as may be necessary and proper to wind up the affairs of this corporation and dissolve it.

(CORPORATE SEAL)

STATE OF FLORIDA)

) ss:

COUNTY OF MONROE)

Caroline N. Thomas
Caroline N. Thomas
Director/President/Vice
President/Secretary, Sole
Subscriber of Stock

I HEREBY CERTIFY, that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared Caroline N. Thomas, to me known to be the Director and Officer of FOLLOW YOUR HEART DESIGNS, INC. and she acknowledged executing the same as Director and Officer of the said corporation freely and voluntarily under authority duly vested in her. I relied upon the following form of identification: SHE IS WELL KNOWN

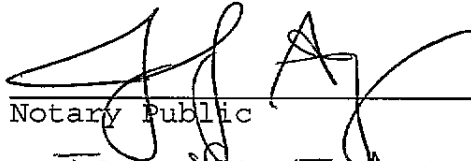
TO ME and that an oath was taken.

WITNESS my hand and official seal in the County and
State last aforesaid this day of 28th day of October, 2001.

NOTARY RUBBER STAMP SEAL
SHOWING COMMISSION NUMBER
AND EXPIRATION DATE:



OFFICIAL SEAL
Jennifer E. Avery
CC# 768213
My Commission Expires August 2002



Notary Public
Jennifer E. Avery

Printed Notary Signature