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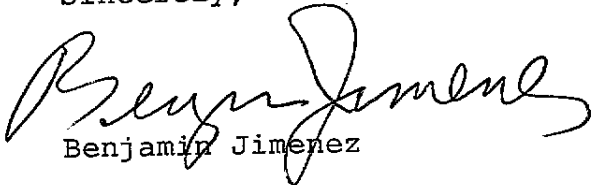
January 11, 2000

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

Re: R & L Industries, Inc.

Enclosed please find the original and one copy of Articles of
Dissolution of referenced corporation. Also enclosed is a
check in the amount of \$35.00 to cover the cost of filing.

Sincerely,



Benjamin Jimenez

Enclosures
as stated above

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B. Jimenez gave
AUTHORIZATION BY PHONE TO
CORRECT ADD P+ST
DATE 1/23/00
DOC. EXAM ERG

to express

FILED
00 JAN 14 PM 2:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF DISSOLUTION
OF
R & L INDUSTRIES, INC.

FILED
00 JAN 14 PM 2:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, only officers and only shareholders of R & L Industries, Inc., subscribe these Articles of Dissolution to voluntarily dissolve this corporation as provided in Section 607.1403 of Florida Statutes:

ARTICLE I - NAME OF CORPORATION

The name of the corporation being dissolved is R & L Industries, Inc.

ARTICLE II - NAME AND ADDRESS OF OFFICERS

The name and address of the President and the Secretary-Treasurer of this corporation are:

Pres-	Robert J. Kivett	Sec./Trs-	Larisa Kivett
	4546 Heritage Oak Dr		4546 Heritage Oak Dr
	Orlando, Fl 32808		Orlando, FL 32808

ARTICLE III - NAME AND ADDRESS OF DIRECTORS

Robert J. Kivett	Larisa Kivett	Jessica Hidalgo
4546 Heritage Oak Dr.	4546 Heritage Oak Dr	4556 Heritage Oak.Dr
Orlando, Fl 32808	Orlando, FL 32808	Orlando, Fl 32808

ARTICLE IV -- DISPOSITION OF ASSETS

All assets of this corporation were transferred to owners.

ARTICLE V - PAYMENT OF DEBTS

All debts, obligations and liabilities of the corporation have been paid or discharged or adequate provisions have been made therefor.

ARTICLE VI - PROPERTY

All remaining property and assets of the corporation have been distributed to its shareholders and no property remains for distribution to shareholders after applying it to the payment of liabilities and obligations of the corporation.

ARTICLE VII. - ACTIONS PENDING

There are no actions pending against this corporation in any court.

ARTTICLE VIII - CONSENT TO DISSOLVE

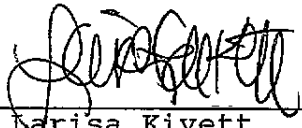
The shareholders consent to the dissolution of this corporation.
The resolution was authorized on January ~~7th~~^{7th}, 2000.

ARTICLE IX - ANNUAL REPORTS

No annual report is due to the Division of Corporations of the State of Florida.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Dissolution this 7th day of January, 2000.


Roberto J. Kivett / Pres.


Larisa Kivett / Sec. / Treasurer

STATE OF FLORIDA
COUNTY OF OSCEOLA

Before me, a Notary Public authorized to take acknowledgments in the State of Florida, Osceola County, personally appeared Robert J. Kivett and Larisa Kivett, known to me and known to be the persons who executed the foregoing Articles of Dissolution and who acknowledged before me without taken an oath that they executed these Articles of Dissolution.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal in the State and County aforesaid, this ~~7th~~^{8th} day of January, 2000.




Notary Public