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SLOTT & BARKER

ATTORNEYS AT LAW

A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS

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ARNOLD H. SLOTT, P.A. E-mail: ahslott@bellsouth.net

EARL M. BARKER, JR., P.A. Board Certified Civil Trial Attorney E-mail: embarker@bellsouth.net

January 9, 2003

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

Re:

Earthschools.com

Document No. P99000099204 FEI Number: 59-3604403

Our ref.:

99-0369-AHS (Earthschools.com/Corp)

Ladies and Gentlemen:

Articles of Dissolution are enclosed for filing, together with a check in the amount of \$35.00 for payment of your fees. An extra copy is enclosed to return to our office showing the day you received it, along with an addressed, postage paid envelope. If there are any questions please call me at the telephone number listed above.

Very truly yours,

Carol-Anne Hallam, CLA Certified Legal Assistant

Carol-Anne Hallam

:cah

Enclosures

cc:

Mr. Charles H. Heugel

Mr. William T. Tinsley, III

SECRETARY OF STATE

EARTHSCHOOLS.COM, INC.

ARTICLES OF DISSOLUTION

EARTHSCHOOLS.COM, INC., a Florida corporation, executes the following Articles of Dissolution pursuant to section 607.1403 of the Florida Business Corporation Act:

FIRST:

The name of the corporation is EARTHSCHOOLS.COM, INC. (the "company").

SECOND:

The shareholders of the company approved the dissolution of the company on

December 26, 2002.

THIRD:

The number of votes cast by the shareholders of the company for dissolution

was sufficient for approval of that action.

FOURTH:

The effective date of these Articles is December 31, 2002.

EXECUTED: December 27, 2002.

EARTHSCHOOLS.COM, INC.,

a Florida corporation

CHARLES H. HEUGEL

Its President

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