P990DDD18D9 H.D. ROBUCK, JR., P.A.

ATTORNEYS AND COUNSELORS AT LAW

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PHILIP J. BRAUN HUGH A. DAVIS II M. MEREDITH KIRSTE H. D. ROBUCK, JR. SAMI J. SAHAB TELEPHONE (352) 326-3455

FAX (352) 365-0055

June 15, 2002

Department of State Division of Corporations Corporate Filings P.O. Box 6327 Tallahassee, FL 32314

Re: DS Theatre, Inc.

Dear Sir or Madam:

Please find enclosed the original Articles of Dissolution of DS Theatre, Inc. Also enclosed is this firm's check in the amount of \$35.00, which represents the filing fee herein. Please file the Articles of Dissolution with the Department of State.

Thank you very much for your assistance in this matter.

Sincerely,

H. D. ROBUCK, JR., P.A.

Philip J. Braun

PJB/rlb

Enclosures

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ARTICLES OF DISSOLUTION OF DS THEATRE, INC.

ARTICLE I. NAME

The name of this Corporation is: DS THEATRE, INC.

ARTICLE II. DATE DISSOLUTION WAS AUTHORIZED

The dissolution of this Corporation was authorized on the Htday of June, 2002.

ARTICLE III. SHAREHOLDER APPROVAL

Dissolution was approved by all of the shareholders of this Corporation and therefore the number cast for approval was unanimous and thereby sufficient within the meaning of Section 607.1403(1)(c), Florida Statutes.

ARTICLE IV. JOINT WRITTEN ACTION

A copy of the Statement of Intent to Dissolve executed by the directors and shareholders is attached hereto.

John C. Drawdy

Sole Stockholder/Director

STATE OF FLORIDA COUNTY OF LAKE

Notary Public

My Comm. Expires:

Philip J Braun

And A My Commission CC882371

Expires October 24, 2003

CERTIFICATE

I hereby certify that I am the Sole Stockholder/Director of DS THEATRE, INC., a Florida Corporation (hereinafter referred to as "Corporation") and the keeper of the records and the corporate seal of said Corporation; that the attached is a true and correct copy of the Resolution and Statement of Intent to Dissolve as adopted by the Board of Directors and Shareholders of the Corporation at a special meeting held on the 14 day of June, 2002.

IN WITNESS WHEREOF, I have hereunto affixed my name as the Sole Stockholder/Director of DS THEATRE, INC., and have caused the corporate seal of said Corporation to be hereto affixed this // day of June, 2002.

By:

John C Drawdy

Sole Stockholder/Director

(CORPORATE SEAL)

STATEMENT OF INTENT TO DISSOLVE DS THEATRE, INC. BY WRITTEN CONSENT OF ALL THE SHAREHOLDERS

Pursuant to the provisions of Section 607.254 of the Florida General Corporation Act, the undersigned corporation submits the following statement of intent to dissolve the corporation upon written consent of all its shareholders:

- The name of the corporation is DS THEATRE, INC.
- 2. All of the shareholders of the corporation hereby authorize the dissolution of the corporation.

Dated this ______day of June, 2002.

By:

John E. Drawdy Sole Stockholder/Director

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SECRETARY OF STATE
AND AMASSEF, FLORID