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SHUTTS
BOWEN

LLP

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June 13, 2002

Florida Secretary of State

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

RE: Articles of Dissolution of Aventura Farms & Flowers, Inc.

Dear Sirs:

Enclosed please find the Articles of Dissolution of Aventura Farms & Flowers, Inc. and a check in the amount of \$35 payable to the Florida Secretary of State to cover the filing fee. Please send the acknowledgment letter regarding the filing of the aforesaid Articles of Dissolution to the following address:

Shutts & Bowen, LLP
Attn: Diego L. Restrepo, Esq.
201 S. Biscayne Blvd., Suite 1600
Miami, Florida 33131

Should you have any questions regarding this letter or its enclosure, please do not hesitate to contact the undersigned at (305) 415-9051.

Very truly yours,

Diego Restrepo
Diego L. Restrepo

Enclosure

cc: Mr. Assaad Zard
Geoffrey Randall, Esq.

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DIVISION OF CORPORATIONS
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AVENTURA FARMS & FLOWERS, INC.

ARTICLES OF DISSOLUTION

Pursuant to Section 607.1403 of the Florida Business Corporation Act, this Florida profit corporation submits the following Articles of Dissolution:

1. The name of the corporation is Aventura Farms & Flowers, Inc. (the "Corporation").
2. The sole shareholder of the Corporation has authorized the dissolution of the Corporation pursuant to a Written Consent of the Sole Shareholder dated as of April 30th, 2002.
3. Such written consent is sufficient to authorize the dissolution of the Corporation under the Corporation's Articles of Incorporation and Bylaws, and the provisions of the Florida Business Corporation Act.
4. The Corporation shall be dissolved upon the filing of these Articles of Dissolution with the Secretary of State of the State of Florida.

IN WITNESS WHEREOF, these Articles of Dissolution have been executed as of this 30th day of April, 2002.


Name: ELKE SOLMS, Secretary

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