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TALLAHASSEE, FLORIDA

March 5, 2003

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

RE: Noah's Ark Pet Services, Inc.
Articles of Dissolution

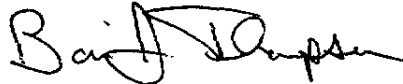
To Whom It May Concern:

This letter is to notify you that the above-mentioned subchapter S corporation has dissolved. Noah's Ark Pet Services, Inc. officially concluded business on December 31, 2002. Enclosed is a copy of the final 1120S Federal Income Tax Form.

I was the president, registered agent, and sole shareholder of the above-mentioned subchapter S corporation. Due to the diagnosis of a chronic illness with my son, I am no longer able to sustain the business.

If you have any questions, or require further information, please contact me at my home address: 2335 Dickson Avenue, Orlando, Florida, 32806. My phone number is 407-928-1063.

Thank you,



Bonnie J. Thompson

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TALLAHASSEE, FLORIDA

ARTICLES OF DISSOLUTION

Pursuant to section 607.1403, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST: The name of the corporation is: JOAH'S ARK PET SERVICES, INC.

SECOND: The date dissolution was authorized: 12/31/02

THIRD: Adoption of Dissolution (CHECK ONE)

- Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.
- Dissolution was approved by vote of the shareholders through voting groups.

The following statement must be separately provided for each voting group entitled to vote separately on the plan to dissolve:

The number of votes cast for dissolution was sufficient for approval by _____
(voting group)

Signed this 1st day of MARCH, 2003

Signature Carol Trisell
(By the Chairman or Vice Chairman of the Board, President, or other officer)

CAROL TRISSELL
(Typed or printed name)

SECRETARY
(Title)