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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Vertical Force, com, Inc.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

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NEW FILINGS

- ☐ Profit
☐ Not for Profit
☐ Limited Liability
☐ Domestication
☐ Other

AMENDMENTS

- ☐ Amendment
☐ Resignation of R.A., Officer/Director
☐ Change of Registered Agent
☒ Dissolution/Withdrawal
☐ Merger

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OTHER FILINGS

- ☐ Annual Report
☐ Fictitious Name

REGISTRATION/QUALIFICATION

- ☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Trademark
☐ Other

C. Coulliette OCT 10 2002

ARTICLES OF DISSOLUTION OF VERTICALFORCE.COM, INC.

Pursuant to Section 607.1403 of the Florida Statutes, the undersigned corporation adopts these Articles of Dissolution.

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ARTICLE I

The name of the corporation is VerticalForce.com, Inc.

ARTICLE II

The following resolution to dissolve the corporation was unanimously adopted by the written consent of the shareholders on February 1, 2002, with this unanimous approval being a sufficient number of votes cast for approval:

WHEREAS, at a meeting of the Board of Directors of VerticalForce.com, Inc. held on February 1, 2002, the Board of Directors adopted the following resolution recommending that the corporation be dissolved and that the question of dissolution be submitted to the shareholders of the corporation; and

RESOLVED, that the corporation shall be dissolved effective February 1, 2002, in accordance with the following plan of liquidation:

PLAN OF LIQUIDATION

1. The following plan of liquidation is hereby adopted for the assembling and marshaling of the assets of the corporation, the paying of or making adequate provisions for the creditors and debtors of the corporation, and the portioning of the remaining assets among the shareholders according to their respective interests.

2. To the extent that assets are available for these purposes, all liabilities and obligations of the corporation will be paid or discharged, or adequate provision will be made therefor.

3. The Assets of the corporation will be sold or liquidated in order to pay such liabilities and obligations.

4. After the provision for, or the payment of, the known debts and liabilities of the corporation, the officers of the corporation are authorized and directed to distribute the corporation's stock and remaining assets of the corporation, if any, to the shareholders of record in the following manner:

(a) With respect to any cash, by distributing to each such shareholder of record a proportion of such cash equal to the proportion that the shares owned by such shareholder bears to the total issued and outstanding shares of this corporation; and

(b) With respect to assets other than cash, by distributing to each shareholder of record an undivided interest in each of such assets equal to the proportion that the shares of this corporation owned by such shareholder bears to the total issued and outstanding shares of this corporation.

5. The distribution of the assets shall be made to the shareholders of this corporation on or before March 1, 2002, on the following conditions:

(a) That on demand made by the Board of Directors, each shareholder shall surrender, for cancellation, the certificate or certificates evidencing his or her ownership of capital stock in this corporation; and

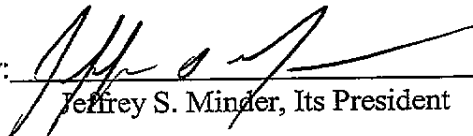
(b) That such distribution shall be in complete satisfaction of the rights of each shareholder as a shareholder of this corporation.

6. That the officers of this corporation are hereby authorized to do such acts and to take such steps as may be necessary or convenient to carry out this plan of liquidation including, but not limited to, the execution of such instruments as may be required to vest title to the assets of this corporation in the shareholders.

7. The Board of Directors and shareholders may not revoke these Articles of Dissolution.

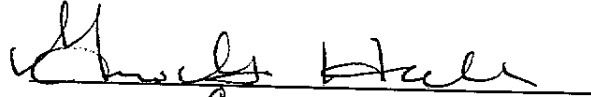
DATED this 20th day of February, 2002.

VerticalForce.com, Inc., a Florida corporation

By: 
Jeffrey S. Minder, Its President

STATE OF FLORIDA
COUNTY OF LEON

THE FOREGOING INSTRUMENT was acknowledged before me this ____ day of February 2002, by Jeffrey S. Minder, President of VerticalForce.com, Inc., a Florida corporation, on behalf of the corporation, ☐ who is personally known to me or ☐ who has produced a Florida driver's license as identification.



[Printed Name]

Gern G. Hall

Notary Public, State of Florida



MY COMMISSION # DD056935 EXPIRES

September 13, 2005

BONDED THRU TROY FAIN INSURANCE, INC.

[Notarial Seal]

My Commission expires: