

506151

99 NOV -5 PM 2:49
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OFFICE USE ONLY (Document #)

LAZARUS CORPORATE FILING SERVICE, INC.

(Requestor's Name)

3320 S.W. 87th AVENUE

(Address)

MIAMI, FLORIDA (305)552-5973

(City, State, Zip) (Phone #)

LOCAL REPRESENTATIVE TALLAHASSEE

300003036433--2

-11/05/99--01062--005

*****35.00 *****35.00

OFFICE USE ONLY

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

1. PUIG TRAVEL RETAIL NORTH AMERICA, INC
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

- Walk in
- Pick up time 2:00
- Certified Copy
- Mail out
- Will wait
- Photocopy
- Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

G. COULLETTE NOV 05 1999

99 NOV -5 AM 11:13
RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Examiner's Initials

FILED
99 NOV -5 PM 2:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF DISSOLUTION
OF
Puig Travel Retail North America, Inc.

1. The name of this corporation is Puig Travel Retail North America, Inc.

2. Puig Travel Retail North America, Inc. shall be dissolved pursuant to the unanimous written consent of its shareholder and all of the members of its Board of Directors, which written consent was effective as of May 31, 1999.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Dissolution as of the 31st day of May, 1999.

Puig Travel Retail North America, Inc.
a Florida corporation

ATTEST:

J. H.

Secretary

By: *J. Prod'Homme*
Vice President/Director

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

Sworn to and subscribed before me this 31st day of May, 1999 by Gilles Prod'Homme, Vice President of Puig Travel Retail North America, Inc., a Florida corporation, on behalf of said corporation.

Pilar Moreno-Miyar

Notary Public, State of Florida at Large

My commission expires:



UNANIMOUS WRITTEN CONSENT
OF THE
STOCKHOLDER AND DIRECTORS OF
PUIG TRAVEL RETAIL NORTH AMERICA, INC.
(FORMERLY PURA, INC.)

The undersigned, being the stockholder and the directors, of Puig Travel Retail North America, Inc. (the "Corporation"), do hereby consent to the adoption and approval of the following resolutions:

Adoption of Plan of Complete Liquidation

WHEREAS, the Directors of this Corporation deem it advisable and in the best interest of the Corporation and its stockholder that the Corporation be completely liquidated; and


WHEREAS, the Directors find that it is advisable to adopt a plan of complete liquidation in accordance with the requirements of the Internal Revenue Code of 1986, as amended; and

WHEREAS, the stockholder of this Corporation deems it advisable and in its best interest that the Corporation be completely liquidated in accordance with the Plan of Complete Liquidation presented to it by the Directors of this Corporation, it is

RESOLVED, that the Corporation be completely liquidated in accordance with the provisions of the Internal Revenue Code of 1986, as amended, and pursuant to the following Plan of Complete Liquidation, which plan shall be effective as of December 14, 1998.

1. The officers of the Corporation are authorized and directed to proceed promptly to wind up the Corporation's affairs by collecting all of its assets and paying or providing for the payment of all of its liabilities.

2. As soon as practicable, the officers shall wind up the affairs of the Corporation; pay or provide for the payment of its liabilities; establish a reserve in a reasonable amount to meet any known liabilities and liquidating expenses and estimated unascertained or contingent liabilities and contingent expenses, if they deem such a reserve to be desirable; and distribute to the stockholder in cancellation of its shares, any remaining assets of the Corporation subject to any remaining unpaid liabilities.



3. If a reserve is established to meet claims against the Corporation, the officers shall arrange for the distribution of any unused balance of the reserve to the stockholder as soon as practicable.

4. The officers of the Corporation are authorized and directed to file, or to have counsel for the Corporation file, Form 966 with the District Director of the Internal Revenue Service together with a certified copy of this Resolution, within 30 days after the date hereof.

5. The officers of the Corporation are authorized and directed to file all other forms and documents required by the State of Florida, including Articles of Dissolution, and the federal government, including tax returns, as soon as possible after distribution of all of the Corporation's assets.

RESOLVED, that the officers of the Corporation be, and they hereby are, authorized and directed to take such additional action as they deem necessary or appropriate to carry out the intent and accomplish the purposes of the foregoing Resolution.

Other actions by Officers and Directors

RESOLVED, that the stockholder and the directors of this Corporation be, and each of them hereby is, authorized to execute this Written Consent in one or more counterparts and that, upon such execution by the stockholder and all of the directors of this Corporation, this Written Consent be, and as of the effective date hereof it hereby is, approved and adopted as the act and deed of the stockholder and the Board of Directors of this Corporation.

Effective Date: May 31, 1999

J-M
Secretary
and Director

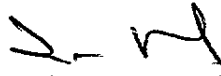
By: J-M
Its: _____

STOCKHOLDER

CERTIFICATE OF SECRETARY

I HEREBY CERTIFY that I am the duly elected and acting Secretary of Puig Travel Retail North America, Inc.; that Exhibit "A" attached hereto is a true and exact copy of resolutions adopted by the stockholder and director of Puig Travel Retail North America, Inc. as of the 31st day of May, 1999, in conformity with the Articles of Incorporation and the By-laws of said corporation; and that such resolutions have not been rescinded or modified and remain in full force and effect.

WITNESS my hand and seal of the Corporation on this 31st day of May, 1999.



Secretary

(Seal)

EXHIBIT "A"

RESOLVED, that the Corporation be completely liquidated in accordance with Internal Revenue Code of 1986, as amended, and pursuant to the following Plan of Complete Liquidation, which plan shall be effective as of May 31, 1999:

1. The officers of the Corporation are authorized and directed to proceed promptly to wind up the Corporation's affairs by collecting all of its assets and paying or providing for the payment of all of its liabilities.

2. As soon as practicable, the officers shall wind up the affairs of the Corporation; pay or provide for the payment of its liabilities and contingent expenses, if they deem such a reserve to be desirable; and distribute to the stockholder in cancellation of its shares, any remaining assets of the Corporation subject to any remaining unpaid liabilities.

3. If a reserve is established to meet claims against the Corporation, the officers shall arrange for the distribution of any unused balance of the reserve to the stockholder as soon as practicable.

4. The officers of the Corporation are authorized and directed to file, or to have counsel for the Corporation file, Form 966 with the District Director of the Internal Revenue Service together with a certified copy of this Resolution, within 30 days after the date hereof.

5. The officers of the Corporation are authorized and directed to file all other forms and documents required by the State of Florida, including Articles of Dissolution, and the federal government, including tax returns, as soon as possible after distribution of all of the Corporation's assets.

RESOLVED, that the officers of the Corporation be, and they hereby are, authorized and directed to take such additional action as they deem necessary or appropriate to carry out the intent and accomplish the purposes of the foregoing Resolution.

