

S25391

Salomon Lucki
ATTORNEY AT LAW

December 29, 1999

Secretary of State
Amendment Section
409 E. Gains Street
Tallahassee, FL 32399

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-12/30/99--01090--009
*****35.00 *****35.00

Re: Bazooka Films, Inc.

To whom it may concern:

Enclosed please find the following for filing with your department on the above captioned corporation, to wit:

1. Articles of Dissolution
2. Copy of Resolution
3. Check in the amount of \$35.00
4. A copy to be stamped by your office and return to us

Very truly yours,

Salomon Lucki
Salomon Lucki, Esq.

Enc.

FILED
99 DEC 30 PM 5:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Vol. Diss.

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FILED
99 DEC 30 PM 5:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF DISSOLUTION

1. The name of the corporation is BAZOOKA FILMS, INC.

2. The name and address of its officers are:

Name	Address	Title
JOSE ARMADA, JR.	3081 NW 24 STREET, MIAMI, FL	PRESIDENT
JOSE ARMADA, JR.	3081 NW 24 STREET, MIAMI, FL	SECRETARY

3. The name and address of its directors:

Name	Address
JOSE ARMADA, JR.	3081 NW 24 STREET, MIAMI, FL

4. That the resolution to dissolve the above named corporation was unanimously adopted by the Board of Directors and the holders of 100% of the issued and outstanding shares of stock of the corporation on DECEMBER 29, 1999, at a Joint Meeting of Stockholders and Directors.


5. All debts obligations and liabilities of the corporation have been paid or discharged or adequate provision has been made therefore.

6. All the remaining property and assets of the corporation have been distributed among its shareholders in accordance with their respective rights and interests.

7. There are no actions pending against the corporation in any Court.

A copy of the resolution to dissolve is attached. That resolution was adopted by the shareholders of the corporation on the 29TH day of DECEMBER, 1999.

DATED this 29TH day of DECEMBER, 1999.


JOSE ARMADA, JR.
Secretary


JOSE ARMADA, JR. President

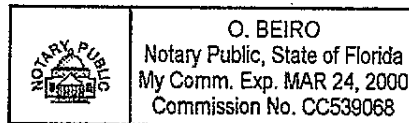
STATE OF FLORIDA)
:
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 29th day of DECEMBER, 1999, by JOSE ARMADA, JR. as President and Secretary of BAZOOKA FILMS, INC., who is personally known to me or who has produced Florida Drivers License as identification and who did take an oath.

NOTARY PUBLIC:

Sign: O. Beiro

Print: _____
State of Florida at Large
My Commission Expires



CORPORATE RESOLUTION

THAT WE, the undersigned as President and Secretary respectively of **BAZOOKA FILMS, INC.**, a Florida corporation, do hereby represent that we are the majority of the Board of Directors of said Corporation and represent the majority of the Shareholders of said Corporation.

That at a Special Meeting of all of the Directors and Shareholders of said Corporation held on the 29 day of DECEMBER, 1999, at 11:00 o'clock A.M., the following resolution was unanimously passed, accepted and approved:

"BE IT RESOLVED, that in the judgment of the Board of Directors and the Shareholders of the corporation it is deemed advisable and for the benefit of the corporation that it be liquidated and dissolved."


"BE IT RESOLVED, that the President, **JOSE ARMADA, JR.**, and the Secretary, **JOSE ARMADA, JR.**, of **BAZOOKA FILMS, INC.**, a Florida corporation, are hereby authorized to execute any and all instruments necessary to effectuate the liquidation and dissolution of the corporation in accordance with Florida Statutes Section 607.257 and 607.261 and Internal Revenue Code of 1954, as amended"

Dated this 29TH day of DECEMBER, 1999.

By


JOSE ARMADA JR.
President

Attested by


JOSE ARMADA, JR.
Secretary