

Division of Corporations

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Florida Department of State

Division of Corporations

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DISSOLUTION

CHARTERHALL, INC.

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DIVISION OF CORPORATIONS

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF DISSOLUTION

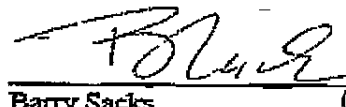
Charterhall, Inc., a corporation organized under the laws of the State of Florida, having taken action to dissolve under the provisions of Section 607.1402, Florida Statutes, governing voluntary dissolution by consent of the shareholders, hereby files these Articles of Dissolution in accordance with Section 607.1403, Florida Statutes.

1. The name of the corporation is Charterhall, Inc.
2. Dissolution of the corporation was authorized on May 17, 2001.
3. The number of shares cast for dissolution, or consenting in writing to dissolution, was sufficient for approval.

In witness whereof, I have executed these Articles of Dissolution this 31st day of May 2001.

CHARTERHALL, INC.

By:



Barry Sacks
Its President

LISA-4366661

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