

S 75034

1201 HAYS STREET
TALLAHASSEE, FL 32311-2007
904-222-0193
904-222-0193 FAX

800-342-8086



ACCOUNT NO. : 072100000032

REFERENCE : 194882 4805411

AUTHORIZATION : Patricia P. [signature]

COST LIMIT : \$ 35.00

ORDER DATE : December 19, 1996

ORDER TIME : 9:52 AM

ORDER NO. : 194882-005

CUSTOMER NO: 4805411

CUSTOMER: Elizabeth Sommer, Esq
Reboul Macmurray Hewitt
45 Rockefeller Plaza

New York, NY 10111

900002033769--8

DOMESTIC FILINGS

NAME: AJD ENTERPRISES, INC.

XX ARTICLES OF DISSOLUTION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS: _____

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Discovered
12/19/96
[signature]

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF DISSOLUTION

BY SHAREHOLDERS

OF

AJD ENTERPRISES, INC.

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96 DEC 19 PM 2:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

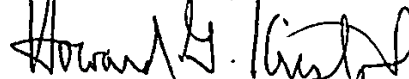
To the Department of State
State of Florida

Pursuant to the provisions of Section 607.1403 of the Florida Business Corporation Act, the corporation hereinafter named (the "Corporation") does hereby adopt the following Articles of Dissolution.

1. The name of the Corporation is AJD ENTERPRISES, INC.
2. The date the dissolution was authorized was December 18, 1996.
3. The number of votes cast for the aforesaid proposal to dissolve the Corporation was sufficient for the approval thereof by the shareholders entitled to vote on the proposal to dissolve the Corporation.
4. The action to dissolve the Corporation was taken by unanimous written consent of the shareholders entitled to vote on the proposal to dissolve the Corporation given in accordance with the provisions of Section 607.0704 of the Florida Business Corporation Act. Such consent has been duly delivered to the Corporation by delivery to its corporate secretary.

Executed on December 18, 1996

AJD ENTERPRISES, INC.



Name: Howard G. Kristol
Title: President