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December 17, 1999

Via Federal Express

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

—800003075508—8
-12/20/99-01111-001
****105.00 *****35.00

Re: **Sol Hotel Administration, Inc.**
Sol Holdings, Inc.
Sol Hotel Management Company

Gentlemen:

Enclosed herewith please find three Articles of Dissolution, one for each of the above-named corporations.

Also enclosed herewith please find my Trust Account check to your order in the sum of \$105.00, representing the filing fee of \$35.00 for each of the above corporations.

Would you please be good enough to file the enclosed Articles and, after same is filed, please return a copy to me indicating the date of filing.

Please call me should you have any questions with respect to the foregoing.

Sincerely,


IRVING SHIMMOFF, ESQ.

IS/cc
Enclosures

cc: Marisol Mateos, Esq. (via telefax w/o encl.)

FILED
99 DEC 20 AM 10:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

R. VARNADORE JAN - 5 2000

ARTICLES OF DISSOLUTION

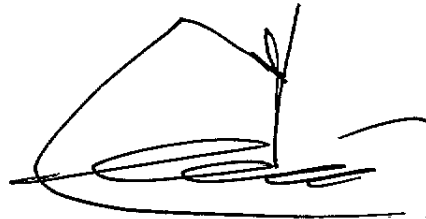
Pursuant to Section 607.1403 Fla. Statutes, this Florida profit corporation submits the following Articles of Dissolution:

FIRST: The name of the corporation is Sol Holdings, Inc. This corporation filed its Articles of Incorporation on August 30, 1991.

SECOND: The date dissolution was authorized was December 14, 1998.

THIRD: Dissolution was approved by the unanimous vote of all of the shareholders of the corporation. The resolution adopted by the shareholders provided for a dissolution as of December 31, 1998

IN WITNESS WHEREOF, the undersigned has duly executed this Articles of Dissolution this 31st day of December, 1998.



Evagrio Sánchez
President

FILED
99 DEC 20 AM 10:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA