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LAW OFFICES

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McCoy, GRAHAM & FORD, P.A.

GROVE PLAZA BUILDING, 5TH FLOOR

2900 MIDDLE STREET (S.W. 28TH TERRACE)

FORT LAUDERDALE OFFICE

SOUTHTRUST TOWER, 5TH FLOOR
ONE EAST BROWARD BOULEVARD
P.O. BOX 14460
FORT LAUDERDALE, FLORIDA 33302
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(305) 448-3939

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ORLANDO OFFICE

BANK OF AMERICA CENTER, SUITE 1000
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P.O. BOX 2753
ORLANDO, FLORIDA 32802
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WEST PALM BEACH OFFICE

MELLON UNITED NAT'L BANK TOWER • SUITE 700
1645 PALM BEACH LAKES BOULEVARD
P.O. BOX 2508
WEST PALM BEACH, FLORIDA 33402
(561) 689-3800
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TAMPA OFFICE

100 NORTH TAMPA STREET, SUITE 3650
P.O. BOX 2152
TAMPA, FLORIDA 33602
(813) 222-3939
TELECOPIER (813) 222-3938

October 11, 2000

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, FL 32301

Re: John Michael Telleria & Associates, Inc.
Telleria-Martell, Inc.
Solo Lo Mejor, Inc.
Articles of Dissolution
Our File No. 42563-2

3000003425903--3
-10/16/00-01092-010
****262.50 *****43.75

Dear Sir or Madam:

On behalf of the above-referenced corporations, I enclose herewith the original and one (1) copy of the executed and notarized Articles of Dissolution for each corporation, together with our firm check in the amount of \$262.50.

Please cause the original copy of the Articles of Dissolution for each corporation to be filed among the corporate records of the State of Florida. Please return the copies to the undersigned, together with your certificate that these are certified copies of the original Articles of Dissolution for each corporation.

The check enclosed herein is in payment of the following fees or charges:

Filing Fees	\$105.00
Certified Copy Fee	<u>157.50</u>
TOTAL	\$262.50

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TALLAHASSEE, FLORIDA

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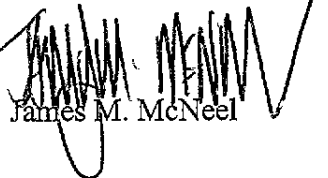
Corporate Records Bureau

Page 2

October 11, 2000

Thank you for your attention to this matter.

Very truly yours,

A handwritten signature in black ink, appearing to read "James M. McNeel". The signature is stylized with many vertical strokes and a long, sweeping line extending from the end.

JM/kfp
Enclosures

**ARTICLES OF DISSOLUTION PURSUANT TO SECTION 607.1403
OF THE FLORIDA BUSINESS CORPORATION ACT OF
JOHN MICHAEL TELLERIA & ASSOCIATES, INC.**

Pursuant to the provisions of Section 607.1403 of the Florida Business Corporation Act, the undersigned corporation adopts the following Articles of Dissolution for the purpose of dissolving the corporation:

1. The name of the corporation is John Michael Telleria & Associates, Inc.
2. The names and respective addresses of the officers of the corporation are

as follows:

<u>Name</u>	<u>Office</u>	<u>Address</u>
Fe E. Reynardus	President	1674 Bay Road, #405
	Secretary	Miami Beach, FL 33139
	Treasurer	

3. The names and respective addresses of the directors of the corporation are

as follows:

<u>Name</u>	<u>Address</u>
Fe E. Reynardus	1674 Bay Road, #405 Miami Beach, FL 33139

4. Dissolution was authorized on September 29, 2000.
5. The number of vote cast for dissolution was sufficient for approval.
6. All liabilities and obligations of the corporation have been paid or discharged or adequate provision has been made for the payment of all of the liabilities and obligations of the corporation.

7. All the property and assets of the corporation remaining after the payment of all debts, obligations, and liabilities of the corporation have been distributed among its

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TALLAHASSEE, FLORIDA

shareholders in accordance with their respective rights and interests or no property or assets remained to be distributed among the shareholders of the corporation after the payment of all debts, obligations, and liabilities of the corporation.

8. There are no actions pending against the corporation in any court or adequate provision has been made for the satisfaction of any judgment, order, or decree, which may be entered against the corporation in any pending actions or proceedings.

9. The corporation elected to dissolve by unanimous written consent of its shareholders, and such written consent has been signed by all shareholders of the corporation or signed in their names by their duly authorized attorneys or the corporation elected to dissolve by act of the corporation, a resolution to dissolve having been duly adopted by the shareholders on September 29, 2000. A copy of the written consent or resolution is attached to these articles.

Dated: October 5, 2000.

ASSOCIATES, INC.

JOHN MICHAEL TELLERIA &

By: Fe E. Reynardus
Fe E. Reynardus, President

Attest:

Fe E. Reynardus
Secretary


CONSENT TO CORPORATE ACTION AND SPECIAL MEETING

Fe E. Reynardus, as Personal Representative of the Estate of John Michael Telleria, sole Shareholder of John Michael Telleria & Associates, Inc., hereby consents to the adoption of the following resolutions:

RESOLVED, that Fe E. Reynardus, as Personal Representative of the Estate of John Michael Telleria and as sole Shareholder, by written consent elects to dissolve this corporation.

RESOLVED, that Fe E. Reynardus, as Personal Representative of the Estate of John Michael Telleria and sole Shareholder of John Michael Telleria & Associates, Inc., adopts the resolution to dissolve the corporation.

DATED: October 5th, 2000.


FE E. REYNARDUS
President of John Michael Telleria &
Associates, Inc.