V02738

BALDWIN & FRIEDMAN, P.A.

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SUITE 300

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FAX (305) 949-9029

December 17, 1998

Sandra Barringer Mortham Secretary of State The Capitol Tallahassee, FL 32399-0250

Re: Articles of Dissolution for Sydenham Investments, Inc.

Dear Ms. Mortham,

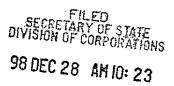
I enclose a check in the amount of \$35 together with an original of the Articles of Dissolution for Sydenham Investments, Inc. Please file the same at your earliest opportunity.

Sincerely yours,

KENNETH A. FRIEDMAN, ESQ.

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ARTICLES OF DISSOLUTION

The undersigned hereby certifies:

- 1. The name of the corporation is Sydenham Investments, Inc.
- 2. Dissolution of Sydenham Investments, Inc. was approved by a resolution of the Shareholders on December 11, 1998.
- 3. The vote on the resolution was unanimous in favor of approval of the resolution.
- 4. The effective date of the dissolution of the corporation is December 11, 1998.

SAM MINZBERG/ Secretary