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DISSOLUTION

ATI LIQUIDATING CORP.

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TALLAHASSEE, FLORIDA

**ARTICLES OF DISSOLUTION
OF
ATI LIQUIDATING CORP. f/k/a AMERICA-TOURS, INC.
(A Florida Corporation)**

Pursuant to the provisions of Section 607.1403, Fla. Stat., AMERICA-TOURS, INC. (the "Corporation") adopts these Articles of Dissolution:

- FIRST: The name of this Corporation is ATI LIQUIDATING CORP.
- SECOND: Pursuant to Sections 607.1402(6) and 607.0704, Fla. Stat., the dissolution was authorized and approved by written consent of a majority of the shareholders of the Corporation on December 19th, 2001.
- THIRD: The number of votes cast in favor of the dissolution was sufficient for approval.
- FOURTH: Pursuant to Section 607.0123(1)(a), Fla. Stat., these Articles of Dissolution will take effect at the date of filing, as evidenced by such means as the Florida Department of State may use for the purpose of recording the date of filing.

Dated: 12/19/01

ATI LIQUIDATING CORP.

By: _____

Thierry Poulle, President

Prepared By:
MARK L. NOWAK, ESQ.
FLORIDA BAR NO. 699985
2600 N. Military Trail, Fourth Floor
Boca Raton, FL 33431
(561) 241-1600

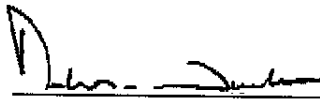
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STATE OF FLORIDA)
)
COUNTY OF PALM BEACH)

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared Thierry Pouille, in his capacity as President of ATI Liquidating Corp. f/k/a America-Tours, Inc., who is personally known to me and who executed the foregoing instrument and he acknowledged before me that he executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 19th day of December, 2001.



Notary Public



Robert L. Wunker
MY COMMISSION # CC974174 EXPIRES
October 10, 2004
BONDED THROUGH TOWN INSURANCE, INC.

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