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A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS
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January 11, 1999

VIA FEDERAL EXPRESS

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

V09968

000002742190--8

-01/14/99--01097--013

*****43.75 *****43.75

Re: AMERICAN RESINS EXCHANGE CORP.

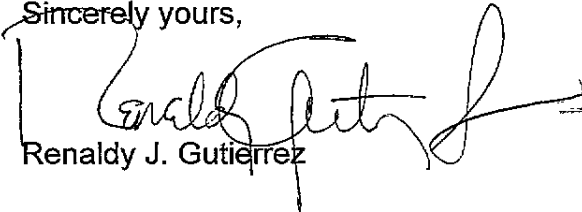
Dear Sir/Madam:

Enclosed please find for filing original Articles of Dissolution of the above named corporation, along with a photocopy of the foregoing. Also enclosed is a check payable to the Secretary of State in the amount of \$43.75 to cover the Filing Fee.

Please return a certified copy of the enclosed Articles of Dissolution to the undersigned at your earliest opportunity.

Thank you for your assistance in this matter.

Sincerely yours,


Renaldy J. Gutierrez

Encs.

Diss
1-21-99
RJS

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 JAN 14 PM 2:15

FILED

ARTICLES OF DISSOLUTION

FILED

OF

99 JAN 14 PM 2:15

AMERICAN RESINS EXCHANGE CORP.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Section 607.1403, Florida Statutes, we, the undersigned, hereby execute, acknowledge and file the following Articles of Dissolution for the purpose of recording the dissolution of American Resins Exchange Corp., a Florida corporation for profit organized under the laws of the State of Florida, to wit:

ARTICLE I - Name and Incorporation

The name of the corporation is **AMERICAN RESINS EXCHANGE CORP.** (the "Corporation"), that was incorporated under Articles of Incorporation filed with the Florida Department of State on January 24, 1992 and assigned document number V09968.

ARTICLE II-Resolutions of the Shareholders

The shareholders of the Corporation by a unanimous written consent dated January 11th, 1999 decided to authorize the dissolution of the Corporation.

The effective date of the dissolution of the Corporation shall be upon the filing of this Articles of Dissolution with the Florida Department of State.

ARTICLES III-Shareholders Vote.

The number of shareholders votes cast for dissolution was sufficient for approval.

IN WITNESS WHEREOF, the undersigned, the President, Secretary and Assistant Secretary of the Corporation, hereby execute these Articles of Dissolution on this 11th day of January, 1999.

AMERICAN RESINS EXCHANGE CORP.

By: _____

Renaldy J. Gutierrez
Secretary