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A Partnership of Professional Associations

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October 8, 1998

V 42181

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

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-10/14/98--01034--010
*****43.75 *****43.75

**RE: ARTICLES OF DISSOLUTION FOR
FLORIDA NATURAL PET FOODS, INC.**

Dear Sir or Madam:

Enclosed please find the original Articles of Dissolution for Florida Natural Pet Foods, Inc. along with our trust account check number 5552 in the amount of \$43.75 representing the dissolution fee of \$35.00 and \$8.75 for a certified copy which we would request that you send back to us in the enclosed self-addressed stamped envelope.

Also, please contact us if you need anything else from us to formally dissolve this corporation.

Sincerely,

BRAVERMAN & DEDRICK



STEVEN D. BRAVERMAN, P.A.

SDB:kb

Enclosures

*Diss
10-15-98
SDB*

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 OCT 14 AM 10:52

APPROVED
AND
FILED

**ARTICLES OF DISSOLUTION PURSUANT TO SECTION
607.1403 OF THE FLORIDA BUSINESS CORPORATION
ACT OF FLORIDA NATURAL PET FOODS, INC.**

TO: Department of State
Tallahassee, Florida 32314

Date Paid: _____
Filing Fee: \$ _____

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 Florida Natural Pet Foods, Inc.
2. The name and respective addresses of the officers of the corporation are as follows:

follows:

<u>Name</u>	<u>Office</u>	<u>Address</u>
George Buttes	President	2284 N.W. 30 th Place, Pompano Beach, FL 33069
Jeff Taylor	Vice President	16321 East Arrow Highway, Irwindale, CA 91706
Rick Taylor	Secretary/Treasurer	16321 East Arrow Highway, Irwindale, CA 91706

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

follows:

<u>Name</u>	<u>Address</u>
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SAME AS ABOVE

4. Dissolution was authorized on September 1, 1998.
5. The number of votes cast for dissolution was sufficient for approval.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 OCT 14 AM 10:52

APPROVED
AND
FILED

6. Adequate provisions have 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 shareholders in accordance with their respective rights and interests.


8. There are no actions pending against the corporation in any court.

9. The corporation elected to dissolve by unanimous 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.

Dated this 1 day of September, 1998.



GEORGE BUTTES, Director



JEFF TAYLOR, Director



RICK TAYLOR, Director

I, RICK TAYLOR, do hereby certify that I am the duly elected and qualified Secretary and keeper of the records and corporate seal of Florida Natural Pet Foods, Inc., a Florida corporation, organized and existing under the laws of the State of Florida, and that the above is a true and correct copy of the Articles of Dissolution adopted at a meeting of the Board of Directors thereof, convened and held in accordance with law and the Bylaws of said Corporation and in accordance with Section 607.1403 of the Florida Business Corporation Act on September 1, 1998 and that such dissolution is now in full force and effect.

IN WITNESS WHEREOF, I have affixed my name as Secretary and have caused the corporate seal of said Corporation to be hereunto affixed, this 1 day of September, 1998.



RICK TAYLOR, Secretary