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ALLAHASSEE, FLORID,

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Dissolution

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TRANSMITTAL LETTER

AMENDMENT SECTION DIVISION OF CORPORATIONS P. O. BOX 6327 TALLAHASSEE, FL 32314

SUBJECT: "ZOPLAYOMA U.S.A., CORPORATION"

ENCLOSED PLEASE FIND ARTICLES OF DISSOLUTION TO ARTICLES OF INCORPORATION AND A CHECK IN THE AMOUNT OF \$ 35.00

From:

KENDALL TAX ACCOUNTING CORP. 9745 SUNSET DRIVE – SUITE 201 MIAMI, FLORIDA 33173-4649 (305) 279-1411



ARTICLES OF DISSOLUTION

Pursuant to 607.1403, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST:

The name of the corporation is:

ZOPLAYOMA U.S.A., CORPORATION

SECOND:

The date dissolution was authorized: DECEMBER 31ST, 2004

THIRD: Adoption of J

Adoption of Dissolution (check one)

- ✓ Dissolution was approved by shareholders. The number of votes cast for dissolution was sufficient for approval.
- Dissolution was approved by vote of the shareholders through voting groups.

The following statement must be separately provided for each voting group entitled to vote separately on the plan to dissolve:

The number of votes cast for dissolution was sufficient for approval by

Signature

JUAN A ZANOTTI

(Typed of printed name)

PRESIDENT