FIFTY SPORTS, INC.

Certified Mail # 7099-3220-0010-6840-8773 00 NOV 22 AM 8:44

Florida Department of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

Dear Madam/ Sir:

Enclosed please find Articles of Dissolution for Fifty Sports, Inc. effective November 10, 2000. Our check in the amount of \$ 43.75 is attached for the following:

> \$ 35.00 Filing Fee Certified Copy of Articles 8.75

\$ 43.75 TOTAL ENCLOSED

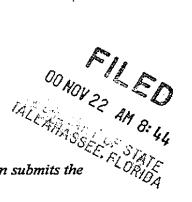
Kindly send one Certified Copy of the Articles ο£ Dissolution to me at the address below.

Thank you.

Sincerely,

Vice President & Secretary

ARTICLES OF DISSOLUTION



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

| FIRST: | The name of the cor | poration is:_ | Fitt | y Sports, | inc. | | |
|--|---|----------------|--------------|-------------------|---------------|-----------|---------------|
| SECOND: The date dissolution was authorized: November 10, 2000 | | | | | | 000 | |
| THIRD: | Adoption of Dissolu | ition (CHEC | CK ONE) | | | | |
| | olution was approved sufficient for approv | | reholders | . The number | er of vote | s cast fo | r dissolutior |
| Diss | olution was approved | d by vote of | the shar | eholders thro | ugh votin | g group | S. |
| e | The following statementitled to vote separa | itely on the j | plan to d | lissolve: | | | oup |
| The | number of votes cas | t for dissolu | tion was | sumcient for | approva. | i by | |
| | | (| voting grou | p) | | | |
| Signe | ed this <u>10th</u> o | lay of | Nove | ember | · · · · | _,x4x5x | 2000 |
| Signature _ | James | Much | inh | | | | |
| | (By the Chairman | or Vice CKairn | nan of the l | Board, President, | or other offi | icer) | |
| | | | Jame | s English | 1 | | |
| | | (Туре | d or printe | | | | _ |
| | | | | ident | | | |
| | | | (Title) | • | | | |

FIFTY SPORTS, INC.

SHAREHOLDERS' CONSENT TO VOLUNTARY CORPORATE DISSOLUTION

The undersigned being all of the shareholders of Fifty Sports, Inc., a Florida corporation, hereby consent to the voluntary dissolution of said corporation.

DATED: November 10, 2000

Donald R. Dizney

anes E. English