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December 27, 1999

Via Federal Express

STATE OF FLORIDA
DIVISION OF CORPORATIONS
409 E. Gaines Street
Tallahassee, Florida 32399

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-12/28/99--01047--006
*****35.00 *****35.00

Re: CONSULEF MANAGEMENT SERVICES, INC. -
ARTICLES OF DISSOLUTION

Ladies and Gentlemen:

Enclosed please find an original and one copy of the Articles of Dissolution of Consulef Management Services, Inc. Also enclosed is a check in the amount of \$35.00 to cover the filing fees for the above-referenced matter. Please return a "received"-stamped copy of the Articles to me in the enclosed self-addressed, postage prepaid envelope.

Thank you for your assistance in this matter. If you have any questions, please contact the undersigned at 407-481-5809.

Very truly yours,

Diane L. Crivello

Diane L. Crivello
Paralegal to R. Scott Shuker, Esq.

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Enclosure

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FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Vol. Diss.

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**ARTICLES OF DISSOLUTION
OF
CONSULEF MANAGEMENT SERVICES, INC.**

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to §607.1403 of the Florida Business Corporation Act, the undersigned hereby submits these Articles of Dissolution of Consulef Management Services, Inc., a Florida corporation (the "Corporation"), for filing.

ARTICLE I

The name of the Corporation is Consulef Management Services, Inc.

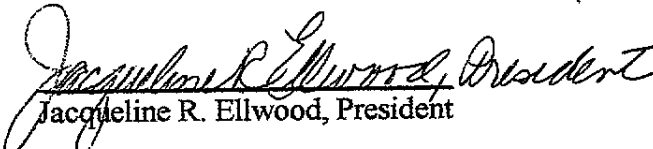
ARTICLE II

The dissolution of the Corporation was authorized on 15th day of September, 1999 by written consent of all the shareholders of the Corporation entitled to vote on the proposed dissolution, pursuant to §607.0704 of the Florida Business Corporation Act, and was effective as of the 15th day of September, 1999.

ARTICLE III

The number of votes cast in favor of dissolving the Corporation was sufficient for approving a dissolution of the Corporation.

Executed this 15th day of September, 1999.


Jacqueline R. Ellwood, President