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LESLIE L. FLOREZ, ESQ.

OCEAN BANK BUILDING, SUITE 350,
782 N.W. LE JEUNE ROAD
MIAMI, FL 33126

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

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NEW FILINGS	<u>AMENDMENTS</u>	
Profit Not for Profit Limited Liability Domestication Other	Amendment Resignation of R.A., Officer/Director Change of Registered Agent Dissolution/Withdrawal Merger	
OTHER FILINGS	REGISTRATION/QUALIFICATION	
Annual Report Fictitious Name	REGISTRATION/QUALIFICATION Foreign Limited Partnership Reinstatement Trademark Other	
CR2E031(7/97)	Examiner's Initials	

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 corporation is: SWINDELLS CORP. N.V	•
SECOND:	The date dissolution was authorized: December 14,	2001
THIRD:	Adoption of Dissolution (CHECK ONE)	
was Diss	solution was approved by the shareholders. The number of votes sufficient for approval. solution was approved by vote of the shareholders through voting. The following statement must be separately provided for each vot	g groups.
	entitled to vote separately on the plan to dissolve: number of votes cast for dissolution was sufficient for approval	00
	(voting group)	
Sig	gned this 14 day of Pecember	2001
Signature	(By the Chairman or Vice Chairman of the Board, President, or other officer) CARLO BRUNACCI PRESIDENT	····
	(Typed or printed name)	
	PRESIDENT (Title)	e kulin iyo