

BROAD AND CASSEL
ATTORNEYS AT LAW

551736

MURRAY D. SIEGAL, P.A.
MICK EGOSAL, P.A.
JEFFREY A. DEUTCH, P.A.
PATRICIA LEBOW, P.A.
C. KEN BISHOP, P.A.
ROBERT D. GATTON, P.A.
RICHARD B. McFARLAND, P.A.
C. DAVID BROWN, II, P.A.
F. VERNON BENNETT
MARKWIN S. CASSEL, P.A.
CLIFFORD I. HERTZ, P.A.
ARVIN J. JAFFE, P.A.
M. STEPHEN TURNER, P.A.
RALPH C. DATILLO, P.A.
DOUGLAS L. MANNHEIMER, P.A.
MARTIN E. PRESS, P.A.
MICHAEL A. DEBID, P.A.
ANTHONY W. PALMA, P.A.
ANDREW D. RABIN
CHARLES E. STRATTON, P.A.
JAMES E. SLATER, P.A.
WILLIAM C. PHILLIPS, P.A.
ALAN S. LEDERMAN, P.A.
GABRIEL L. IMPERATO, P.A.
DAVID K. MILLER, P.A.

ROBERT T. ROSEN, P.A.
ANDREW COTZIN, P.A.
KELLY OVERSTREET JOHNSON, P.A.
RANDAL M. ALLWOOD, P.A.
JAMES J. WHEELER, P.A.
JEFFREY F. OGDON
ANDREW B. THOMAS, P.A.
MARK D. TUCKER
THEODORE C. TAUB, P.A.
PETER M. CARDILLO, P.A.
JACK E. ELLIOTT, P.A.
VERONICA BARLEY JOHNSON, P.A.
JOSE I. ROJAS, P.A.
JOSE A. SANTOS, JR., P.A.
KINA S. GORDON, P.A.
STEVEN ELLISON
AMY I. SCHLOSSER, P.A.
DEBORAH H. JOHNSON, P.A.
RONALD M. GACHE, P.A.
RICHARD M. MILLAN, P.A.
LENNOR SCHILLER, P.A.
ANNE NOVICK BRANAM, P.A.
A. JEFFRY ROBINSON, P.A.
DALE S. BERGMAN, P.A.
MARSHALL S. HARRIS, P.A.

ROBERT E. JOHNSON, P.A.
DAWN LANGFORD BOWLING, P.A.
KATHLEEN L. DEUTSCH, P.A.
MICHAEL P. BROOKETT, P.A.
MICHAEL J. NOLAN, P.A.
JAY ADAMS
JOYCE L. ELDEN
PAUL AIELLO
JEFFREY J. BUTER
BARBARA S. CASTILLO
MICHAEL E. KERCHER
ROY S. ROBERT
MICHAEL P. NIDO, JR.
C. CHRISTOPHER KILLER
RICHARD M. BENTON
DOUGLAS E. STARCHER
GENE E. CRICK, JR.
GARY E. LEBMAN
DAVID J. POWERS
JONATHAN J. ELLIS
ANDREW A. BERCH
KATHERINE CASTOR
JAMES B. PALMER
ROBERT ALPERT, JR.

ROBERT F. MALLITT
KEITH F. WHITE
EDGAR A. BEGGS
TAMARA CARMICHAEL
ELIZABETH E. Q. SCHOLEN
ROSE PARISE-RAMON
PETER M. BERNHARDT
LEIGH ANN MURVIN
LINDA C. FRAZIER
STEVE WAZELSTEIN
RODGER HOCHMAN
MICHAEL MANTHEI
LESTER J. PERLING
DAVID A. ROBERTS
DAVID F. LEON
DEBRA S. POTTER
JENNIFER STEWARD
CARL S. ROSEN
HOWARD M. ROBINSON
ANDREA J. FOWLER
CAROLINE MONTARUS
LIANN M. DOMINGUEZ
TYRON L. LITMAN
ALBERTO S. CARDENAS

SUITE 3000
MIAMI CENTER
201 South Biscayne Boulevard
MIAMI, FLORIDA 33131
(305) 373-9400
FAX (305) 373-9443

OF COUNSEL
SHEPARD BROAD
ALVIN CASSEL
NORMAN BROAD, P.A.
I. BURTON BRAKER
WILLIAM M. ROWLAND, JR., P.A.
WANDA L. BROWN
ALAN M. GELLACH
KENNETH EDELMAN
WILLIAM F. BURNS
JOHN B. LAURENCE
FRANIS K. DAMIRCHAN

March 3, 1997

Via Federal Express

Florida Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

100002103731--1
-03/04/97--01077--007
*****35.00 *****35.00

Re: M.i.M. North America, Inc.
Our File No. 17884.0001

Dear Sir or Madam:

Enclosed please find the original Articles of Dissolution of M.i.M. North America, Inc. for filing with your office. Also enclosed is our firm's check no. 013621 made payable to Florida Secretary of State in the amount of \$35.00 representing the filing fee thereof. Please file the Articles of Dissolution at your earliest opportunity and return the enclosed copy date stamped by your office in the self-addressed, stamped envelope which has been provided for your convenience.

If you have any questions whatsoever, kindly contact the undersigned at (305) 373-9400, extension 767.

Very truly yours,
BROAD AND CASSEL

Cristina Armas

Cristina Armas
Legal Assistant

Diss
3/4
SH/6

TALLAHASSEE, FLORIDA

97 MAR -4 PM 2:14

FILED

: ca

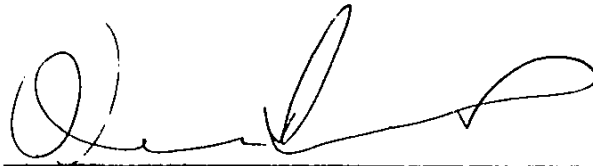
ARTICLES OF DISSOLUTION
OF
M.I.M. NORTH AMERICA, INC.

FILED
97 MAR -4 PM 2:14
TALLAHASSEE, FLORIDA

The undersigned, President of M.I.M. North America, Inc., a Florida corporation (the "Corporation"), desiring to dissolve the Corporation pursuant to Section 607.1403 of the Florida Business Corporation Act, hereby states as follows:

- FIRST:** *The name of the Corporation is M.I.M. North America, Inc.*
- SECOND:** *The dissolution of the Corporation was authorized on September 19, 1996.*
- THIRD:** *Dissolution was approved by the Shareholders of the Corporation. The number of votes cast by the shareholders for dissolution was sufficient for approval.*
- FOURTH:** *The dissolution of the Corporation shall be effective as of the 19th day of September, 1996.*

IN WITNESS WHEREOF, the undersigned has executed these Articles of Dissolution this 19 day of September, 1996.



David L. Bones, President