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August 14, 2002

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

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-08/16/02--01045--003
*****35.00 *****35.00

Re: Dissolution of Schooler Associates, Inc.

To Whom It May Concern:

Please find enclosed the Articles of Dissolution and the Consent to Dissolution for Schooler Associates, Inc. along with the \$35 fee for dissolution.

If you have any questions please call.

Very truly yours,

Gary P. Cors
Gary P. Cors

GPC:cdp
Enclosures
Cc: Marty Schweitzer

FILED
02 AUG 16 PM 1:30
DIVISION OF STATE
TALLAHASSEE, FLORIDA

PS
8/21/02
DISS

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: Schooler Associates, Inc.

SECOND: The date dissolution was authorized: 8-7-2002

THIRD: Adoption of Dissolution: (CHECK ONE)

Dissolution was approved by the shareholders by written consent in accordance with 607.0704, Florida Statutes. The number of votes cast for dissolution was sufficient for approval.

Dissolution was approved by vote of the shareholders through voting groups.


Signature

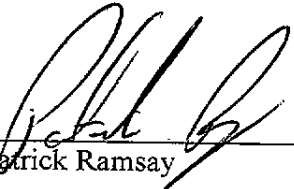
Susan Poirier 8-7-2002
Susan Poirier - President date

FILED
02 AUG 16 PM 1:30
TALLAHASSEE, FLORIDA
STATE DEPARTMENT OF STATE

CONSENT TO DISSOLUTION

In accordance with Section 607.0704, Florida Statutes, the undersigned shareholders, holding 100% of the outstanding shares, hereby consent and agree to the dissolution of Schooler Associates, Inc.


Susan Poirier _____ 8-7-2002
date


Patrick Ramsay _____ 8-7-2002
date