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DISSOLUTION OR WITHDRAWAL  
SECURITY ONE FRANCHISING GROUP, INC.

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**ARTICLES OF DISSOLUTION  
OF  
SECURITY ONE FRANCHISING GROUP, INC.**

Security One Franchising Group, Inc., a Florida corporation (the "Corporation"), by its President, for the purpose of complying with the provisions of Section 607.1403 of the Florida Business Corporation Act, relating to the filing of Articles of Dissolution, does hereby execute the following Articles of Dissolution.

1. The name of the Corporation is: **Security One Franchising Group, Inc.**
2. The foregoing dissolution was authorized by the directors of the Corporation by written consent as of December 30, 2005 and approved by a majority of the Corporation's shareholders by written consent as of December 30, 2005.
3. The number of votes cast for dissolution by the Corporation's shareholders was sufficient for approval of the action authorizing such dissolution.
4. The dissolution contemplated herein shall become effective as of December 31, 2005, pursuant to Section 607.1403 of the Florida Business Corporation Act.

IN WITNESS WHEREOF, the President has executed these Articles of Dissolution, as of this 30 day of December, 2005.

Security One Franchising Group, Inc.

By: Robert Newman  
Robert Newman, President

Keith J. Blum, Esquire  
Boies, Schiller & Flexner LLP  
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