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April 17, 2001

This is letter in reference to the Articles of Dissolution for VISION MEDIA INC.
Hopefully everything is correct. A phone number to reach me is (303) 768-0118.

My address is 5962 Panther Hollows, Littleton, CO. 80124.

Enclosed is a check for \$43.75 for filing the Articles of Dissolution and a certified copy of the dissolution which should be sent to my address stated above.

Sincerely,

Connie A. Mascoe

Connie A. Mascoe

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF DISSOLUTION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to section 607.1403, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST: The name of the corporation is: Vision Media, Inc.

SECOND: The date dissolution was authorized: April 15, 2001

THIRD: Adoption of Dissolution (CHECK ONE)

Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.

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

The following statement must be separately provided for each voting group entitled to vote separately on the plan to dissolve:

The number of votes cast for dissolution was sufficient for approval by

shareholders
(voting group)

Signed this 15th day of April, 2001.

Signature Connie Mascoe
(By the Chairman or Vice Chairman of the Board, President, or other officer)

Connie A. Mascoe
(Typed or printed name)

President
(Title)