

State of Idaho

Department of State

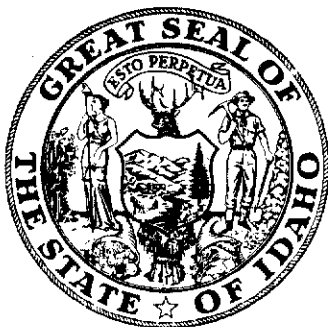
CERTIFICATE OF DISSOLUTION OF

LINE UPON LINE ANIMATION, INC.
File Number C 101974

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Dissolution of LINE UPON LINE ANIMATION, INC., duly executed pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Dissolution, and attach hereto a duplicate original of the Articles of Dissolution.

Dated: December 31, 1996



Pete T. Cenarrusa
SECRETARY OF STATE

By *Sonya Herold*

Articles of Dissolution

DEC 31 8 50 AM '96

in accordance with section 30-1-92, Idaho Code, Line Upon Line Animation, Incorporated ("LULA"), hereby files its articles of dissolution.

SECRETARY OF STATE
STATE OF IDAHO

LULA's, business address is 1974 North Yonkers Avenue, Boise, Idaho, 83704.

Stacey and Melissa Ward are the sole officers, directors, and shareholders of LULA and both reside at 1974 North Yonkers Avenue, Boise, Idaho, 83704.

The notice required by section 30-1-87, Idaho Code, was given.


All debts, obligations, and liabilities of LULA have either been paid or adequate provision has been made therefor.

All of LULA's remaining property and assets have been either sold or distributed among the shareholders in proportion to their respective rights and interests.

There are no suits pending against LULA in any court.

The dissolution of LULA has received the unanimous written consent of the shareholders.

Dated this 31st day of December, 1996.



STACEY WARD
President
Line Upon Line Animation, Inc.

IDAHO SECRETARY OF STATE
DATE 12/31/1996 0900 51094

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CK #: 1180 CUST# 74012

PROF DISSO

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