

State of Idaho

Department of State

CERTIFICATE OF DISSOLUTION OF

HOOPER ENTERPRISES, INC.

File Number C 99274

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Dissolution of HOOPER ENTERPRISES, INC., duly signed and verified 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: January 17, 1995



Pete T. Cenarrusa
SECRETARY OF STATE

By *Shirley J. Clark*

JAN 3 2 25 PM '95

ARTICLES OF DISSOLUTION
OF
HOOPER ENTERPRISES, INC.

SECRETARY OF STATE
STATE OF IDAHO

The undersigned hereby certify that:


1. The name of the corporation is Hooper Enterprises, Inc. and its post office box address is Post Office Box 1111, Sun Valley, Idaho 83353.
2. The names and addresses of the last officers and directors of the corporation and their respective offices are:

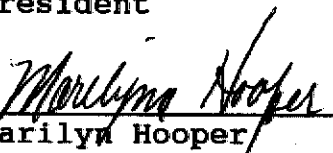
Mike Hooper 4160 Meadowlark Dr. President
 Calabasas, CA 91302

Marilyn Hooper 4160 Meadowlark Dr. Secretary
 Calabasas, CA 91302

3. The corporation has given notice of its prospective dissolution as required by Idaho Code Section 30-1-87.
4. The corporation's known debts, obligations and liabilities have been actually paid and discharged, or adequate provision has been made therefor.
5. All of the property and assets of the corporation have been distributed to the shareholders of the corporation in proportion to their respective rights and interest.
6. There are no suits pending against the corporation in any court.
7. The dissolution has received the unanimous written consent of the shareholders of the corporation.

DATED this 27th day of December, 1994.


Mike Hooper
President


Marilyn Hooper
Secretary

IDAHO SECRETARY OF STATE
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CK #: 1023 CUST# 43372
CORP
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VERIFICATION

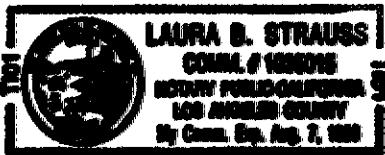
I, Mike Hooper, being first duly sworn on my oath, depose and say:

That I am the President of Hooper Enterprises, Inc.; that I have read the foregoing Articles of Dissolution and know the contents thereof are true and correct.

Mike Hooper

Mike Hooper

SUBSCRIBED AND SWORN to before me this 27 day of December, 1994.



SUBSCRIBED AND SWORN TO BEFORE ME

THIS 27th DAY OF December 1994

Laura B. Strauss
NOTARY PUBLIC