

FILED,

08 AUG 12 AM 10:08  
SECRETARY OF STATE  
STATE OF IDAHO

ARTICLES OF DISSOLUTION  
OF  
COLLAGE, INC.

The undersigned hereby certify that:

1. The name of the corporation is Collage, Inc. and its post office box address is Post Office Box 1802, Ketchum, Idaho 83340.
2. The name and address of the last officer and director of the corporation and their respective offices are:  

Nanci Warren	P.O. Box 1802	President
	Ketchum, ID 83340	
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 discharges, 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 31st day of March, 1997.



Nanci Warren

IDAHO SECRETARY OF STATE

08/12/1998 09:00  
CK: 9284 CT: 102644 BH: 136156

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98 AUG 12 AM 10:08  
SECRETARY OF STATE  
STATE OF IDAHO

WRITTEN ELECTION OF SHAREHOLDER  
TO VOLUNTARILY WIND UP AND DISSOLVE  
COLLAGE, INC.  
AND CONSENT TO WIND UP AND DISSOLVE

Each of the undersigned shareholders of Collage, Inc., an Idaho Corporation holding of record the number of shares of capital stock of such corporation opposite his signature at the end of this certificate.

1. States that it is in the best interests of the corporation and its shareholders that the corporation be dissolved and its affairs wound up.
2. Elects that the corporation be wound up and dissolved and consents to such winding up and dissolution.
3. Authorizes and directs the officers of the corporation to take such action as may be necessary or proper to wind up the affairs of the corporation and to dissolve it.
4. Waives notice of the Commencement of proceedings to wind up and dissolve the corporation.

  
Nanci Warren

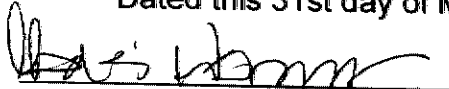
March 31, 1997 10,000 shares

12 AUG 12 AM 10:08  
SECRETARY OF STATE  
STATE OF IDAHO

WAIVER OF NOTICE AND CONSENT TO  
HOLDING OF ANNUAL MEETING  
OF COLLAGE, INC.

We the undersigned, constituting all of the shareholders of Collage, Inc. an Idaho Corporation, do hereby waive notice and consent to the holding of its annual meeting of shareholder of said corporation on March 31, 1997 at the office of the corporation. I further agree that any business transacted at said meeting shall be as valid and legal and of the same force and effect as though said meeting were held after notice duly given.

Dated this 31st day of March, 1997.

  
Nanci Warren