



ARTICLES OF DISSOLUTION

(General Business and Professional Corporations)

FILED

To the Secretary of State of Idaho

Pursuant to Title 30, Chapter 1 and 13, Idaho Code, the undersigned corporation has elected to dissolve.

98 DEC -4 AM 9:03

SECRETARY OF STATE
STATE OF IDAHO

1. The name of the corporation is: Lear Consulting Corporation
2. The date the dissolution was authorized is: November 20, 1998
3. The dissolution was approved by the shareholders as follows:
 - a) The number of shares entitled to vote: 100,000 common
 - b) The number voting for dissolution: 100,000 common
 - c) The number voting against dissolution: 0
4. (optional) The dissolution shall be effective on November 30, 1998
(If no date is entered it will be effective on the date of filing with the Office of the Secretary of State.)

Customer Acct #:

(if using pre-paid account)

IDaho SECRETARY OF STATE
Secretary of State use only12/04/1998 09:00
CK: 1411 CT: 187644 BH: 167269

1 @ 38.00 = 38.00 PROF DISSO # 2

C100690

Revised 7/98
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Date: Nov. 30, 1998

Signed: Jay E. Lear

Its President, Lear Consulting Corp.

(Capacity of signer)