

State of Idaho

Department of State

CERTIFICATE OF DISSOLUTION OF

SKI-SLOT, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Dissolution of SKI-SLOT, 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.

June 25, 1992



Pete T. Cenarrusa

SECRETARY OF STATE

By

Richards

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SEC. OF STATE
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'92 JUN 25 AM 9 00

[By shareholders]

[Execute, verify, and
file in duplicate]

ARTICLES OF DISSOLUTION

OF

SKI-SLOT, INC.

Pursuant to the provisions of Section 30-1-92, Idaho Code, the undersigned corporation submits the following Articles of Dissolution:

FIRST: The name of the corporation (hereinafter called the "corporation")
is SKI-SLOT, INC.

SECOND: The post office address of the corporation is c/o Raphael
and Raphael, 52 Church St., Boston, MA 02116

THIRD: The name and the address of each of the last officers of the
corporation are as follows:

<u>Name</u>	<u>Office</u>	<u>Address</u>
Gary Darman	President, Secretary	P. O. Box 4394, Ketchum, ID 83340

FOURTH: The name and the address of each of the last directors of the
corporation are as follows:

<u>Name</u>	<u>Address</u>
Gary Darman	same

FIFTH: The notice required by Section 30-1-87, Idaho Code, was given.

SIXTH: All debts, obligations and liabilities of the corporation have been paid and discharged.

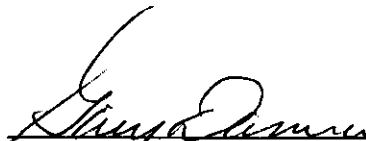
SEVENTH: All the remaining property and assets of the corporation have been distributed in accordance with the distribution provision in the Articles of Incorporation of the corporation.

EIGHTH: There are no suits pending against the corporation in any court.

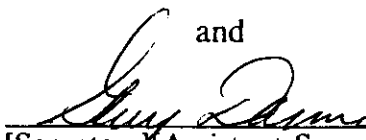
NINTH: Annexed hereto are duplicate originals of the written consent of all the shareholders of the corporation to the dissolution of the corporation.

Dated: JUNE 11, 1992

By


[President][Vice President]

and


[Secretary][Assistant Secretary]

STATE OF MASSACHUSETTS)

COUNTY OF SUFFOLK) SS.:

I, Theodore S. Raphael, a notary public, do hereby certify on this 11th day of June, 1992, personally appeared before me Gary Darman, who being by me first duly sworn declared that he is the President of SKI-SLOT, INC., that he signed the foregoing document as President of the corporation and that the statements therein contained are true.


Notary Public

**VERIFIED COPY OF RESOLUTION OF SHAREHOLDERS
TO DISSOLVE**

Pursuant to Section 30-1-84, Idaho Code, I, GARY DARMAN, Secretary of SKI-SLOT, INC., a corporation incorporated under the laws of the State of Idaho, do hereby certify that the following is a true and correct copy of a resolution of shareholders of said SKI-SLOT, INC., adopted at a special meeting by the affirmative vote of the holders of at least a majority of the outstanding shares of the corporation entitled to vote on the dissolution of the corporation:

"RESOLVED, that SKI-SLOT, INC. be liquidated and dissolved, and

"FURTHER RESOLVED, that the directors and proper officers of said SKI-SLOT, INC. be and hereby are authorized to perform all acts necessary and convenient to effect the liquidation and dissolution of said SKI-SLOT, INC."


Secretary

STATE OF MASSACHUSETTS)
COUNTY OF SUFFOLK) SS.:

I, THEODORE S. RAPHAEL, a notary public, do hereby certify that on this 11TH day of JUNE, 1992, personally appeared before me GARY DARMAN, who being by me first duly sworn, declared that he is the Secretary of SKI-SLOT, INC., that he signed the foregoing document as Secretary of the corporation and that the statements therein contained are true.

Thomas G. Rachael
Notary Public

(notarial seal)