

84247

State of Idaho

Department of State

CERTIFICATE OF DISSOLUTION OF

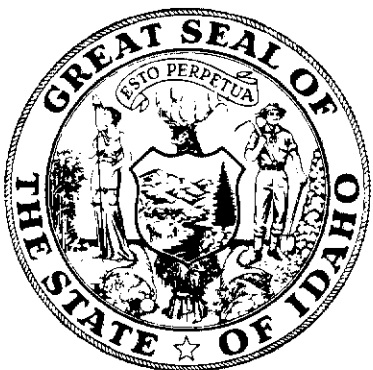
HARROGATE U.S.A., INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Dissolution of HARROGATE U.S.A., 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 December 20, 19 90.



Pete T. Cenarrusa

SECRETARY OF STATE

James T. Clark
Corporation Clerk

ARTICLES OF DISSOLUTION

of

HARROGATE U.S.A., INC

DEC 14 8 54 AM '90

SECRETARY OF STATE

DEC 20 10 06 AM '90

SECRETARY OF STATE

These Articles of Dissolution are submitted pursuant to Section 30-1-92 of the Corporation Laws of the State of Idaho after completion of the procedures prescribed by section 30-1-83 (Voluntary Dissolution by Consent of Shareholders) and section 30-1-87.

I. The name of the corporation is HARROGATE U.S.A., INC.

II. The names and addresses of the last officers and directors of the corporation are:

1. Max Rincover, Director and President
4321 Matilija Avenue, #6
Sherman Oaks, California 91423
(818) 906-2005
2. Lawrence Rincover, Director and Vice President
Box 1858
Boise, Idaho 83701
3. Wanda Rincover, Secretary (Non-Director)
Box 1858
Boise, Idaho 83701
4. Neil Barry Rincover, Assistant Secretary
(Non-Director)
12948 Moorpark Street, #1
Sherman Oaks, California 91423

III. Pursuant to section 30-1-87, notice of its prospective dissolution was mailed to each of the corporation's known creditors not less than thirty (30) days prior to filing these Articles of Dissolution.

IV. Every effort has been made to ascertain, pay and discharge any and all debts, obligations, and liabilities of the corporation.

V. All remaining property and assets of the corporation have been distributed in accordance with the distribution provision in the articles of incorporation.

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

VII. This dissolution has received the unanimous written consent of the shareholders pursuant to Idaho Code section 30-1-83.

Dated:

12/12/90

Respectfully submitted:



MAX RINCOVER, President

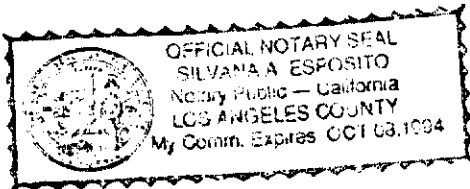



NEIL B. RINCOVER, Asst. Secretary

VERIFICATION

STATE OF CALIFORNIA
COUNTY OF LOS ANGELES

I, SILVANA ESPOSITO, a notary public, do hereby certify that on this 18th day of December, 1990, personally appeared before me NEIL B. RINCOVER, who, being by me first duly sworn, declared that he is the Assistant Secretary of HARROGATE U.S.A., Inc., that he signed the foregoing document Assistant Secretary of the corporation, and that the statements contained are true.




Notary Public for California
Residing at: 6922 Hollywood Bl. Hollywood.
My Commission Expires: 10/8/94