

ARTICLES OF DISSOLUTION
(General Business and Professional Corporation)

To the Secretary of State of Idaho

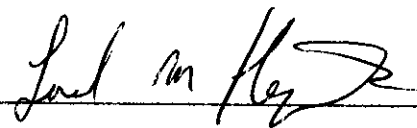
Pursuant to Title 30, Chapter 1 and 13, Idaho Code, the
Undersigned Corporation has elected to dissolve.

FILED/EFFECTIVE
01 MAR -1 AM 8:44
SECRETARY OF STATE
STATE OF IDAHO

1. The name of the Corporation is: Thrive Development Corporation
2. The date the dissolution was authorized is: Tuesday, February 27, 2001
3. The dissolution was approved by the shareholders as follows:
 - a) The number of shares entitled to vote: ALL 100,000
 - b) The number voting for dissolution: ALL 100,000
 - c) The number voting against dissolution: NONE 0

Dated: Tuesday, February 27, 2001

Lael M Hepworth

Signed: 

Its President/Chairman of the Board

IDAHO SECRETARY OF STATE

03/01/2001 09:00
CK: 1028 CT: 142924 BH: 301960

1 @ 30.00 = 30.00 PROF DISSO # 2

C132097