

D519842

CERTIFICATE OF DISSOLUTION

MAY 03 1996

Bill Jones
BILL JONES, Secretary of State

Raymond Frericks and Bruce Straley certify that:

1. They constitute a majority of the directors now in office of Pacific SoftScape Inc., a California corporation (the "Corporation").
2. The Corporation has been completely wound up.
3. The Corporation's known debts and liabilities have been actually paid.
4. The Corporation's known assets have been distributed to the persons entitled thereto.
5. The Corporation is dissolved.

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this Certificate are true and correct of our own knowledge.

Dated: 4-10, 1996

[Signature]
Raymond Frericks, Director

[Signature]
Bruce Straley, Director