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in the office of the Secretary of State of the State of California

NOV 1 8 2004

KEVIN SHELLEY, Secretary of State

793196 CERTIFICATE OF DISSOLUTION

The undersigned certify that:

- 1. They constitute all of the directors now in office of the Church of Scientology of California, a California, non-profit, religious corporation.
 - 2. The corporation has been completely wound up.
- 3. The corporation's known debts and liabilities have been paid as far as its assets permitted.
 - 4. The known assets have been distributed to persons entitled thereto.
 - 5. The corporation is dissolved.
- 6. The corporation has no members, the election to dissolve the corporation was made by all the directors of the corporation.

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:

Dec 30, 2002

Dated: 30 Au Coo

Dated: ZADOR 2802

Neil Levin

Stanley Doyle

Pamela Bowen

State of California DEPARTMENT OF JUSTICE



1300 I STREET P.O. BOX 903447 SACRAMENTO, CA 94203-4470 Public: (916) 445-2021

Facsimile: (916) 444-3651

September 8, 2004

Jeanne M. Gavigan Moxon & Kobrin 3055 Wilshire Boulevard, Suite 900 Los Angeles, California 90010

RE: Dissolution of Church of Scientology of California

File Number Not Assigned

Dear Ms. Gavigan:

We have reviewed materials relating to the proposed dissolution of the above corporation.

Based on your representations and supporting documents, the Attorney General's office waives objections to the dissolution and the disposition of the corporation's assets upon dissolution pursuant to California Corporations Code section 6716(c).

The corporation may proceed to complete its dissolution through procedures with the California Secretary of State.

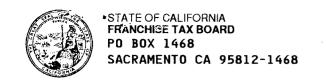
AFTER the Secretary of State has endorsed the corporation's Certificate of Dissolution, please submit a copy of it to this office.

Sincerely,

Sue Roberts

Staff Services Analyst

For BILL LOCKYER Attorney General



TAX CLEARANCE CERTIFICATE

EXPIRATION DATE: February 28, 2005

November 18, 2004

JEANNE M GAVIGAN 6331 HOLLYWOOD BLVD STE 1200 LOS ANGELES CA 90028

ISSUED TO: CHURCH OF SCIENTOLOGY OF CALIFORNIA.

ENTITY ID : 0283196

The date a business entity ceases to exist is established when the California Secretary of State (SOS) receives, accepts, and files all the required forms to officially close the entity. By the expiration date shown on this Tax Clearance Certificate you must ensure that all the required forms to dissolve, withdraw, surrender, cancel, merge, or convert are submitted to and filed by the SOS. If the SOS does not officially close your business entity by the expiration date above, your business entity may remain subject to additional taxes, penalties, interest, and fees.

Your business entity is also subject to normal filing requirements through the date established by the SOS. If you provided an assumer with your request for tax clearance, the assumer must ensure that the state income tax returns for your business entity are (or have been) filed with the Franchise Tax Board through the date established by the SOS. Additionally, the assumer must ensure that all state income tax liabilities are paid.

By issuing this Tax Clearance Certificate, we certify that you have either paid all taxes imposed on your business entity or that you have secured them by providing an assumer, bond, or cash deposit. However, the business entity, its assumers, or transferees still remain liable for any subsequent assessments during the applicable statue of limitations. We sent a copy of this certificate to the SOS. Please keep this original for your records.

The Office of the Secretary of State is located at 1500 llth Street, Third Floor, Sacramento, California 95814-5701. You can also visit their Website at www.ss.ca.gov for more information.

Tax Clearance Unit Taxpayer Services Center Telephone (800) 852-5711