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REBECCA M. MILLER, J.D.

H97 474

September 29, 1997

Department of State
The Capitol
Tallahassee, Florida 32399-0250

200002310832--5
-10/03/97--01007--001
*****87.50 *****87.50

Re: Articles of Dissolution of Airport Properties of
Miami, Inc.

Dear Sir or Madam:

Please find enclosed the original and one copy of the Articles of Dissolution of Airport Properties of Miami, Inc., a Florida corporation (the "Corporation"), together with a check for \$87.50 representing the following:

\$35.00	Filing Fee for Articles of Dissolution
\$52.50	Certified Copy of Articles of Dissolution

Please return the certified copy of the Articles of Dissolution in the enclosed self-addressed, stamped envelope.

Please do not hesitate to contact the undersigned at your convenience if you have any questions or comments with respect to the foregoing.

Very truly yours,

Rebecca M. Miller
Rebecca M. Miller

RMM:km
Enclosures
cc: Jeff Heidings

9709-3
APPROVED
AND
FILED
STATE OF FLORIDA
TALLAHASSEE

Handwritten notes:
H97474
FL Diss
10-3-97
*Cert Copy
298

**ARTICLES OF DISSOLUTION
OF AIRPORT PROPERTIES OF MIAMI, INC.
PURSUANT TO SECTION 607.1403 OF THE FLORIDA STATUTES**

Pursuant to the provisions of Sections 607.1402 and 607.1403 of the Florida Business Corporation Act, the undersigned corporation ("Corporation") adopts the following articles of dissolution for the purpose of dissolving the Corporation:

1. The name of the Corporation is AIRPORT PROPERTIES OF MIAMI, INC. The Articles of Incorporation of the Corporation were filed on February 3, 1986.
2. Adequate provision has been made for the payment of all of the liabilities and obligations of the Corporation.
3. All the property and assets of the Corporation remaining after the payment of all debts, obligations, and liabilities of the Corporation, will be distributed to its shareholders in accordance with their rights and interests.
4. There are no actions pending against the Corporation in any court.
5. The Corporation elected to dissolve by unanimous written consent of its shareholders dated as of September 24, 1997, and such written consent has been signed by all shareholders of the Corporation. The number of shares cast in favor of dissolution was sufficient for approval.

Dated September 24, 1997.

AIRPORT PROPERTIES OF MIAMI, INC.


By:  Daniel Retter, President

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
OCT -3 AM 9:20

APPROVED
AND
FILED

STATE OF NEW YORK)
)SS
CITY OF NEW YORK)

The foregoing instrument was acknowledged before me this 24TH day of September, 1997 by Daniel Retter, as President of Airport Properties of Miami, Inc., a Florida corporation, on behalf of said corporation. He is personally known to me or has produced _____ as identification and _____ who did not take an oath.


NOTARY PUBLIC, State of New York
at Large (SEAL)

My Commission Expires:
ROLAND TABUTEAU
Notary Public, State of New York
No. 41-4701946
Qualified in Queens County
Cert. Filed in New York County
Commission Expires April 30, 1999