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TEL. NO. (561) 241-0179

FILED
98 NOV 30 AM 11:35
TALLAHASSEE, FLORIDA

November 23, 1998

Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Gentlemen:

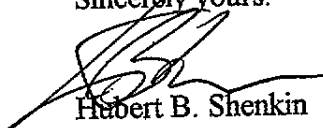
In accordance with Chapter 617, Florida Statutes, THFG, INC., a Florida Corporation, hereby respectfully requests to be dissolved.

Enclosed is a Certificate of Resolution and also the Articles of Dissolution.

In addition a check in the amount of \$87.50 is enclosed to cover the filing fee and a certified copy of the dissolution.

Thank you for your attention to this matter.

Sincerely yours:


Hubert B. Shenkin
HBS:ndp
encl.

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ARTICLES OF DISSOLUTION
THFG, INC.
a Florida Corporation

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

a. The name of the corporation to be dissolved is:

THFG, INC.

b. Dissolution was authorized on September 30th, 1998.

c. The names and respective addresses of its directors are:

Vincent Cantwell President/Director
1599 N.W. 13th Avenue
Boca Raton, FL 33486

Gregory Cantwell Director
107 Boyd Lane
Enterprise, AL 36330

Richard E. Cantwell Director
36 Crescent Drive
Plattsburg, NY 12901

Frank Zabrocky Director
67 Hoyt Street
Darien, CT 06820

d. There are no liabilities and obligations of the corporation..

e. There are no assets of the corporation.

f. There are no actions pending against the corporation in any court.

g. A copy of election to dissolve the corporation is enclosed, this resolution was signed by all of the Directors.

Dated at West Palm Beach, Florida this 30th day of September, 1998.



VINCENT CANTWELL, PRESIDENT
and Director of THFG, INC.

CERTIFIED COPY OF RESOLUTION

I, VINCENT CANTWELL, President and Director of THFG, INC., do hereby certify unto whom it may concern as follows:

1. That THFG, INC., is a Florida Corporation, which is in the process of liquidation and of dissolution.

2. That the following resolution is a true copy of a resolution duly adopted by the Board of Directors of THFG, INC., by written consent executed by said Directors on September 30th, 1998, pursuant to the Florida Corporation Act, to wit:

"Be it resolved by the Directors of THFG, INC.. that the corporation be completely liquidated and dissolved, pursuant to Section 617.1403, Florida Statutes, and that the complete liquidation and dissolution of the corporation be effected as of September 30th, 1998, under the following Plan of Complete Liquidation and Dissolution:"

Plan of Complete Liquidation and Dissolution

1. Plan of Liquidation THFG, INC., is a Florida corporation, with no members, organized under a non-stock basis, hereinafter called the Corporation, shall cease the active conduct of its business as of September 30th, 1998. The Corporation has no assets to liquidate.

2. Liabilities. There are no liabilities since the Corporation has not conducted or engaged in business or activities since its inception on June 16, 1997, the date of filing of its Articles of Incorporation.

3. Dissolution. The Directors of the Corporation shall proceed with the voluntary dissolution of the Corporation under the laws of the State of Florida at such time, , as is deemed to be appropriate.