



S23935

ACCOUNT NO. : 072100000032
REFERENCE : 373462 5801A
AUTHORIZATION :
COST LIMIT : \$ ~~35.00~~

ORDER DATE : September 13, 1999
ORDER TIME : 11:07 AM
ORDER NO. : 373462-005
CUSTOMER NO: 5801A

dess
500002986705--3
-09/14/99--01031--014
*****35.00 *****35.00

CUSTOMER: Ms. Michele Alaniz
Pavese Garner Haverfield
1833 Hendry Street
Fort Myers, FL 33901-3095

DOMESTIC FILINGS

NAME: THE 16-21 LAND CORPORATION,
INC.

XX ARTICLES OF DISSOLUTION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- XX PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: James Guy

EXAMINER'S INITIALS:

FILED
99 SEP 14 AM 11:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
99 SEP 14 AM 11:30
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

9/15/99

5. The number of votes cast for dissolution was sufficient for approval.
6. All debts, obligations and liabilities of the Corporation have been paid or discharged or adequate provision has been made therefor.
7. All remaining property and assets of the Corporation have been distributed among the shareholders in accordance with their respective rights and interests.
8. Adequate provision has been made for the satisfaction of any judgement, order or decree which may be entered against the Corporation in any pending action.
9. The Corporation has elected to dissolve by written consent of all shareholders, pursuant to Statute 607.1402, which written consent has been signed by the shareholders of the Corporation, and a copy of which written consent to dissolve is affixed hereto as Exhibit "A" and incorporated herein by this reference.

IN WITNESS WHEREOF, the undersigned corporation has caused these Articles of Dissolution to be executed this 4th day of September, 1999.

THE 16-21 LAND CORPORATION, INC.

By: Scott M. Jenkins
SCOTT M. JENKINS
Its: President

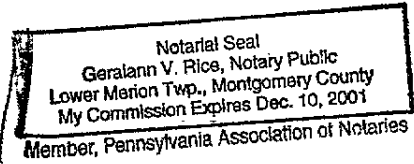
And: Arthur R. Littleton
ARTHUR R. LITTLETON
Its: Secretary

STATE OF Pennsylvania)
)
COUNTY OF Montgomery)

BEFORE ME, the undersigned authority, personally appeared SCOTT M. JENKINS, as President of The 16-21 Land Corporation, Inc., a Florida corporation, on behalf of the corporation, who is to me well known to be, or who produced Pa. D. 1 as identification proving himself to be the person described in and who subscribed to the above Articles of Dissolution, and he did (did not) take an oath, and he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for uses and purposes therein expressed.

WITNESS my hand and official seal this 4th day of September, 1999.

Geralann V. Rice
Notary Public
Print Name: Geralann V. Rice
My Commission Number is: 034825
My Commission Expires: 12/10/2001

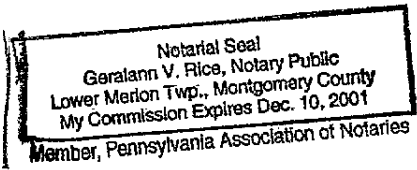


STATE OF Pennsylvania)
)
COUNTY OF Montgomery)

BEFORE ME, the undersigned authority, personally appeared ARTHUR R. LITTLETON, as Secretary of The 16-21 Land Corporation, Inc., a Florida corporation, on behalf of the corporation, who is to me well known to be, or who produced Pa. D. 1 as identification proving himself to be the person described in and who subscribed to the above Articles of Dissolution, and he did (did not) take an oath, and he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for uses and purposes therein expressed.

WITNESS my hand and official seal this 4th day of September, 1999.

Geralann V. Rice
Notary Public
Print Name: Geralann V. Rice
My Commission Number is: 034825
My Commission Expires: 12/10/2001



**STATEMENT OF UNANIMOUS CONSENT OF
THE SHAREHOLDERS OF
THE 16-21 LAND CORPORATION, INC.**

We, the undersigned, being the shareholders of THE 16-21 LAND CORPORATION, INC., a Florida corporation, waiving all requirements of notice pursuant to Florida Statutes, and acting without a meeting as authorized in Florida Statute 607.0704, do hereby take the following action:

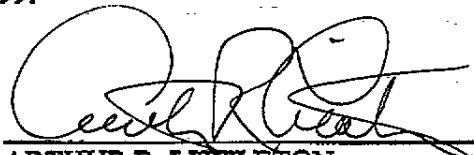
WHEREAS, the directors of the corporation adopted resolutions approving a plan for the complete liquidation and dissolution of the corporation, pursuant to Section 336 of the Internal Revenue Code, and ordering that the plan be submitted for approval to the shareholders; and

WHEREAS, the holders of more than a majority of the outstanding shares of the corporation has voted to approve and adopt such plan; it is

RESOLVED, that the plan of complete liquidation and dissolution pursuant to Section 336 of the Internal Revenue Code is hereby approved and adopted; and

FURTHER RESOLVED, that the appropriate officer of the corporation is authorized and directed to file a copy of such plan, along with IRS Form 966.

DATED this 4th day of September 1999.


ARTHUR R. LITTLETON


CAROL M. PENDERGRASS, f/k/a
Carol Roberts

Exhibit "A"