

Document Number Only

V45200

CF Corporation System  
 Requestor's Name  
 660 East Jefferson Street  
 Address  
 Tallahassee, FL 32301 222-1092  
 City State Zip Phone

CORPORATION(S) NAME

500002404365--0  
 -01/20/98-01031-025  
 \*\*\*\*\*35.00 \*\*\*\*\*35.00

Marshalls of Fort Myers Market Sq., Inc.

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 98 JAN 20 PM 3:25  
 SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA  
 98 JAN 20 AM 10:06  
 DIVISION OF CORPORATIONS

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| <input type="checkbox"/> Profit              | <input type="checkbox"/> Amendment                         | <input type="checkbox"/> Merge           |
| <input type="checkbox"/> NonProfit           | <input checked="" type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark            |
| <input type="checkbox"/> Foreign             | <input type="checkbox"/> Annual Report                     | <input type="checkbox"/> Other           |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Name Registration                 | <input type="checkbox"/> Change of R.A.  |
| <input type="checkbox"/> Reinstatement       | <input type="checkbox"/> Photo Copies                      | <input type="checkbox"/> UCC Filing      |
| <input type="checkbox"/> Fictitious Name     | <input type="checkbox"/> CUS                               |  |
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**ARTICLES OF DISSOLUTION**

98 JAN 20 PM 3: 26

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to 607.1403, Florida Statutes, this corporation submits the following articles of dissolution:

FIRST: The name of the corporation is Marshalls of Fort Myers Market Sq., Inc.

SECOND: The date dissolution was authorized January 5, 1998.

THIRD: Adoption of Dissolution

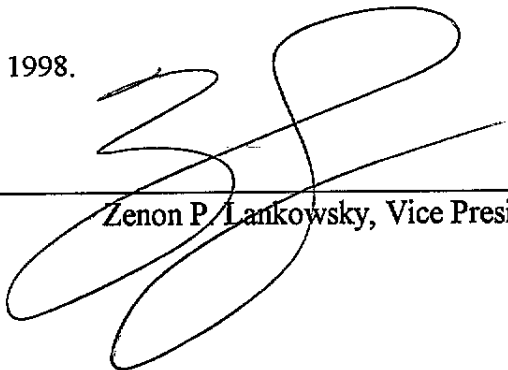
Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.

Dissolution was approved by vote of the shareholders through voting groups.

The number of votes cast for dissolution was sufficient for approval by common voting group.

Signed this Fifth day of January, 1998.

Signature \_\_\_\_\_

  
Zenon P. Lankowsky, Vice President