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**ALSO ADMITTED IN ALABAMA AND WYOMING

WALTER J. SMITH

JAMES W. GRIMSLEY

Steven B. Bauman

Drew S. Pinkerton* Richard P. Petermann**

December 20, 1999

Secretary of State Post Office Box 1300 Tallahassee, FL 32302-1300

Re: Dissolution of Corporation

- 800003087999----01/04/00--01006--025 *****35.00 *****35.00

Dear Clerk:

You will please find enclosed the following documents pertaining to Fort Walton Motel, Inc.:

- Articles of Dissolution; and
- 2. Consent of Stockholders of Fort Walton Motel, Inc., to Resolution of the Corporation.

Our firm's check in the amount of \$35.00 is enclosed for the filing of the above documents.

Please confirm with our office that the dissolution has been completed. If you have any questions, please feel free to contact our office.

Yours very truly

Walter J. Smith

99 DEC 29 PM 1: 00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

D:55.

ARTICLES OF DISSOLUTION

Pursuant to the provisions of Section 607.1403, Florida Statutes, the undersigned corporation adopts the following Articles of Dissolution for the purpose of dissolving:

- 1. The name of the corporation is Fort Walton Motel, Inc.
- 2. Dissolution was authorized by resolution of the board of directors on December 8, 1999, and by vote of the shareholders on December 8, 1999.
- 3. All outstanding shares of the corporation entitled to vote on the matter of dissolution, voted for dissolution. No voting by classes is required, and the foregoing vote is sufficient for approval of dissolution.

Dated this Off day of December, 1999.

FORT WALTON MOTEL, INC.

By: Manual Walk.

This President

This President

STATE OF FLORIDA COUNTY OF OKALOOSA

I hereby certify that on this day before me, an officer duly in the State aforesaid and the County aforesaid to take acknowledgments, personally appeared WINSTON G. WALKER, President, who is

≱ i	personally	known	to	me;	or		
	produced _					as	identification

to me known to be the person described in and who executed the foregoing and acknowledged before me that he executed the same for the uses and purposes therein set forth at the express direction of the board of directors of said corporation.

Witness my hand and official seal in the County and State last aforesaid this Ah day of December, 1999.

Motary Public (Typed Name)

My Commission Expires: Commission #:



STATE OF FLORIDA COUNTY OF OKALOOSA

I hereby certify that on this day before me, an officer duly in the State aforesaid and the County aforesaid to take acknowledgments, personally appeared FRANCES B. WALKER, Secretary, who is

personally known to me; or who produced _____ as identification

to me known to be the person described in and who executed the foregoing and acknowledged before me that she executed the same for the uses and purposes therein set forth at the express direction of the board of directors of said corporation.

Witness my hand and official seal in the County and State last aforesaid this gt day of December, 1999.

Notary Public (Typed Name)

My Commission Expires:

Commission #:



CONSENT OF STOCKHOLDERS OF FORT WALTON MOTEL, INC. TO RESOLUTION OF THE CORPORATION

We, the undersigned being all of the stockholders of Fort Walton Motel, Inc., hereby consent to the dissolution of the corporation.

Dated this 8th day of December, 1999.

Frances B. WALKER

EDITH W. PRESS Stockholders

STATE OF FLORIDA COUNTY OF OKALOOSA

I hereby certify that on this day before me, an officer duly in the State aforesaid and the County aforesaid to take acknowledgments, personally appeared FRANCES B. WALKER, who is

personally known to me; or who produced ______ as identification

to me known to be the person described in and who executed the foregoing and acknowledged before me that she executed the same for the uses and purposes therein set forth at the express direction of the board of directors of said corporation.

Witness my hand and official seal in the County and State last aforesaid this gtk day of December, 1999.

Notary Public (Typed Name)

My Commission Expires:

Commission #:



STATE OF FLORIDA COUNTY OF OKALOOSA

I hereby certify that on this day before me, an officer duly in the State aforesaid and the County aforesaid to take acknowledgments, personally appeared EDITH W. PRESS, who is

personally known to me; or who produced ______ as identification

to me known to be the person described in and who executed the foregoing and acknowledged before me that she executed the same for the uses and purposes therein set forth at the express direction of the board of directors of said corporation.

Witness my hand and official seal in the County and State last aforesaid this com day of December, 1999.

Notary Public (Typed Name) My Commission Expires: Commission #:

PAMELA R. ECHTERNACHT
MY COMMISSION # CC 613956
EXPIRES: January 15, 2001
Bonded Thru Notary Public Underwriters