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1515 RIVERSIDE AVENUE
JACKSONVILLE, FLORIDA 32204

WILLIAM R. FRAZIER
W. ROBINSON FRAZIER
ROBERT K. RUSHING

July 15, 2002

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 JUL 17 PM 4:20
TELEPHONE (904) 353-5611
FACSIMILE (904) 353-5612

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*****35.00 *****35.00

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, Florida 32314

Gentlemen:

Please find enclosed herewith for filing original of Articles of Dissolution with respect to Jacksonville Enterprises, Inc.

In addition, also find enclosed herewith an extra copy of said Articles of Dissolution, which I would appreciate your stamping with your official receipt stamp and returning to my office.

I have also enclosed herewith my firm's check in the amount of \$35.00 to cover the cost of filing the Articles of Dissolution.

Thank you for your attention to this matter.

Very truly yours,



W. Robinson Frazier

WRF:dbh
Enclosures

cc: Mr. William R. Cesery, Jr.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 JUL 17 PM 4:00

ARTICLES OF DISSOLUTION

1. The name of the corporation is Jacksonville Enterprises, Inc.

2. The names and respective addresses of its officers are:

<u>NAME</u>	<u>ADDRESS</u>	<u>OFFICE</u>
William R. Cesery, Jr.	1450-3 San Marco Blvd. Jacksonville, FL 32207	President
Barbara H. Cesery	1450-3 San Marco Blvd. Jacksonville, FL 32207	Vice President, Secretary & Treasurer

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

<u>NAME</u>	<u>ADDRESS</u>
William R. Cesery, Jr.	1450-3 San Marco Blvd. Jacksonville, FL 32207
Barbara H. Cesery	1450-3 San Marco Blvd. Jacksonville, FL 32207
Martha C. Taylor	1526 University Blvd., W PMB 181 Jacksonville, FL 32217

4. All debts, obligations and liabilities of the corporation have been paid or discharged, or adequate provision therefor has been made.

5. All the remaining property and assets of the corporation have been distributed among its shareholders in accordance with their respective rights and interests.

6. A copy of the resolution to dissolve is attached. That resolution was adopted by the stockholders and directors of the corporation at a special joint meeting held July 8, 2002. The number of votes cast at said meeting for dissolution was sufficient for approval.

DATED this 8th day of July, 2002.

By: William R. Cesery, Jr., President

ATTEST: Barbara H. Cesery
Barbara H. Cesery, Secretary

[illegible]

IN WITNESS WHEREOF, I have hereunto set my hand and seal this
8th day of July, 2002.

Patricia A. Fowler

My commission expires:

PATRICIA A. FOWLER
Notary Public, State of Florida
My Comm. Expires Aug. 23, 2003
No. CC859804

Page 2 of 4

CERTIFICATE OF CORPORATE RESOLUTION

We, WILLIAM R. CESERY, JR. and BARBARA H. CESERY, the President and Secretary, respectively, of JACKSONVILLE ENTERPRISES, INC., a corporation organized and existing under the laws of the State of Florida, hereby certify that the following is a true and correct copy of resolutions of the stockholders and directors of JACKSONVILLE ENTERPRISES, INC. passed at a duly convened special joint meeting of stockholders and directors, at which special meeting all stockholders of record were present and participating and all members of the corporation's Board of Directors were likewise present and participating, said joint meeting being held on July 8, 2002, at 10:30 o'clock A.M. in the offices of Jacksonville Enterprises, Inc., 1450-3 San Marco Boulevard, Jacksonville, Florida 32207, as taken by us from the minutes of the said joint meeting and compared by us with the original of said resolutions:

BE IT RESOLVED by the stockholders and directors of Jacksonville Enterprises, Inc. that they deem it to be in the best interest of the corporation and its shareholders that it surrender its charter in complete and final liquidation and dissolution, effective as of July 31, 2002; and


BE IT FURTHER RESOLVED that the officers of the corporation are hereby authorized and directed to pay from the funds on hand the debts and obligations enumerated in detail by the Chairman at this meeting, including the establishment of a cash reserve for the payment of final legal and accounting expenses to be incurred in connection with the dissolution and liquidation of the corporation; and

BE IT FURTHER RESOLVED that the officers of this corporation are authorized and directed to cause Articles of Dissolution to be prepared and executed, and to file same in the office of the Secretary of State at Tallahassee, Florida, and to also execute any and all other or further legal or written documents which in their discretion are necessary and proper in order to effectuate the final liquidation and dissolution of the corporation.

IN WITNESS WHEREOF, we have hereunto set our hands and affixed the seal of Jacksonville Enterprises, Inc., this 8th day of July, 2002.

JACKSONVILLE ENTERPRISES, INC.


By: 
William R. Cesery, Jr., President

ATTEST: 
Barbara H. Cesery, Secretary
(Corporate Seal)

STATE OF FLORIDA)
) SS
COUNTY OF DUVAL)

I HEREBY CERTIFY that before me, an officer duly authorized to take acknowledgments, personally appeared WILLIAM R. CESERY, JR. and BARBARA H. CESERY, the President and Secretary, respectively, of JACKSONVILLE ENTERPRISES, INC., a corporation organized and existing under the laws of the State of Florida, who are personally known to me and to me known to be the individuals and officers described in and who executed the foregoing certificate, and they acknowledged that the execution thereof was their free act and deed as such officers thereunto duly authorized and that the corporate seal affixed to said certificate is the official seal of said corporation.

WITNESS my hand and official seal at the City of Jacksonville, County of Duval, State of Florida, this 8th day of July, 2002.


Print Name: _____
Notary Public, State of Florida
at Large
My commission expires: _____
PATRICIA A. FOWLER
Notary Public, State of Florida
My Comm. Expires Aug. 23, 2003
No. CC859804
(SEAL)