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Attorneys at Law

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REPLY TO:
2500 MONUMENT ROAD, SUITE 201

299701

October 21, 1997

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

800002328758--6
-10/24/97 10:30:00

RE: Equity Purchasing Corporation
Articles of Dissolution

Dear Sir/Madam:

Enclosed please the original plus one copy of Articles of Dissolution for Equity Purchasing Corporation to be filed with the Florida Secretary of State. I am also enclosing our client's check in the amount of \$35.00 for the fee. Please return a filed copy to our office.

Should you have any questions or comments, please feel free to call.

Very truly yours,

Debbie Ray

Debbie Ray
Legal Assistant

dr

Diss.
10-28-97
CC

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 OCT 24 PM 1:49

ARTICLES OF DISSOLUTION

1. The name of the corporation is EQUITY PURCHASING CORPORATION.

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

<u>Name</u>	<u>Address</u>	<u>Office</u>
Catherine Whatley	10932 Raley Creek Dr. Jacksonville, FL 32225	President
James O. Buck	1922 Holly Oaks Ravine Dr. Jacksonville, FL 32225	Vice President
Fred J. Whatley	10932 Raley Creek Dr. S. Jacksonville, FL 32225	Secretary/Treasurer

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

<u>Name</u>	<u>Address</u>
Catherine Whatley	10932 Raley Creek Dr. S. Jacksonville, FL 32225
James O. Buck	1922 Holly Oaks Ravine Dr. Jacksonville, FL 32225
Fred J. Whatley	10932 Raley Creek Dr. S. Jacksonville, FL 32225

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

7. 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 October 7, 1997.

Dated this 9th day of October, 1997.

ATTEST: (Corp. Seal)

EQUITY PURCHASING CORPORATION

By: Fred J. Whatley
Fred J. Whatley, Secretary

By: Catherine Whatley
Catherine Whatley, President

STATE OF FLORIDA)

) ss.

COUNTY OF DUVAL)

BEFORE ME personally appeared Catherine Whatley and Fred J. Whatley, who are the President and Secretary, respectively, of EQUITY PURCHASING CORPORATION, both of whom are personally known to me, and they acknowledged before me that they executed the foregoing Articles of Dissolution in such capacities.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 9th day of October, 1997.

Barbara H. Miller

NOTARY PUBLIC

My commission expires:



CERTIFICATE OF CORPORATE RESOLUTION

We, CATHERINE WHATLEY and FRED J. WHATLEY, the President and Secretary respectively, of EQUITY PURCHASING CORPORATION, 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 a resolution of the stockholders and directors of EQUITY PURCHASING CORPORATION, passed at a duly convened special joint meeting of stockholders and directors, at which special meeting all stockholders of record were present or represented by proxy and all members of the corporation's Board of Directors were likewise present and participating in said joint meeting being held on October 7, 1997, at 10:00 o'clock A.M. in the offices of BUCK & BUCK, INC., 1709 St. Johns Bluff Road, Jacksonville, Florida, 32225, as taken by us from the minutes of said joint meeting and compared by us with the original of said resolution:

"BE IT RESOLVED by the stockholders and directors of EQUITY PURCHASING CORPORATION that they deem it to be in the best interest of the corporation and its stockholders that it surrender its charter in final and complete liquidation and dissolution, as promptly hereafter as reasonably practicable."

IN WITNESS WHEREOF, we have hereunto set our hands and affixed the seal of EQUITY PURCHASING CORPORATION, this 9th day of October, 1997.

ATTEST: (Corp. Seal)

EQUITY PURCHASING CORPORATION

By: Fred J. Whatley
Fred J. Whatley, Secretary

By: Catherine Whatley
Catherine Whatley, President

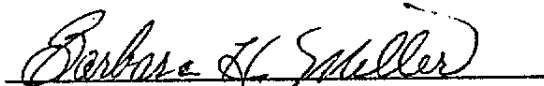
STATE OF FLORIDA)

) ss.

COUNTY OF DUVAL)

I HEREBY CERTIFY that before me, an officer duly authorized to take acknowledgments, personally appeared CATHERINE WHATLEY and FRED J. WHATLEY, the President and Secretary, respectively, of EQUITY PURCHASING CORPORATION, a corporation organized and existing under the laws of the State of Florida, to be known personally by me to be the individuals and officers described and who executed the foregoing certificate, and they acknowledged the execution thereof to be 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 9th day of October, 1997.



NOTARY PUBLIC

My commission expires:

