

355253

Wendell Nichols & Company

CERTIFIED PUBLIC ACCOUNTANTS  
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WENDELL I. NICHOLS, C.P.A.  
DENNIS D. NICHOLS, C.P.A.  
GREGORY A. NICHOLS, C.P.A.

MEMBERS:  
AMERICAN INSTITUTE OF CERTIFIED  
PUBLIC ACCOUNTANTS

PHILIP J. TAYLOR AND ASSOCIATES, INC.  
11021 SW. 75 COURT, MIAMI, FLORIDA 33156  
ADVERTISING/MARKETING/PUBLIC RELATIONS

May 28, 1997

Secretary of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, Fl. 32314

400002202374--7  
-06/05/97--01010--011  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Re: Philip J. Taylor and Associates, Inc.  
Document Number: 355253.

Gentlemen:

Enclosed please find Articles of Dissolution and Statement of Consent of the Stockholders of Philip J. Taylor and Associates, Inc., together with a check in the amount of \$35.00.

This represents the cost of Filing for Dissolution of Philip J. Taylor and Associates,

Very truly yours,

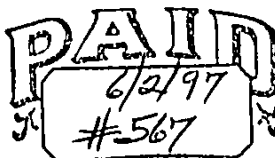
Wendell Nichols & Company

*Dennis D. Nichols*

Dennis D. Nichols

DDN:nn

Enclosure  
cc: Philip J. Taylor



*Dmc*  
*6/12/97*

FILED  
97 JUN -5 AM 11:51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
*Wendell Nichols*

ARTICLES OF DISSOLUTION

FILED

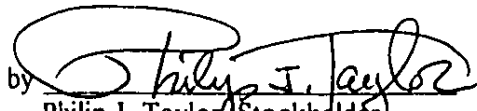
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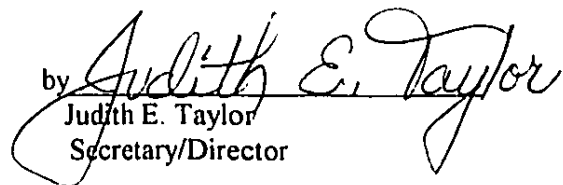
This article of voluntary dissolution was adopted on the 31th day of December, 1996 for Philip J. Taylor and Associates, Inc., a Florida corporation.

SECTION 1996-19  
TALLAHASSEE, FLORIDA

- (a) The corporation was organized and existed under the laws of the State of Florida with its principal offices located at 11021 SW 75th Ct., Miami, Fl. 33156. Their Federal Employer's Identification number is 59-1276889 and its Florida Document number is 355253.
- (b) The date of corporation was October 13, 1969.
- (c) The names and addresses of all of the officers and directors are:  
Philip J. Taylor, President, Treasurer and Director  
11021 SW 75 Court, Miami, Fl. 33156  
  
Judith E. Taylor  
Secretary & Director  
11021 SW 75 Court, Miami, Fl. 33156
- (d) The Four Thousand Five Hundred Shares of outstanding stock is owned as follows:  
Philip J. Taylor                      4,500 Shares
- (e) All debts, liabilities and obligations of the corporation have been paid.
- (f) The remaining property, principally cash, will be distributed among the shareholders in accordance with his respective rights and interest.
- (g) There are no actions pending against the corporation in any court.
- (h) Each shareholder has elected to dissolve the corporation.
- (i) The dissolution is to take effect on December 31, 1996.

Philip J. Taylor and Associates, Inc.

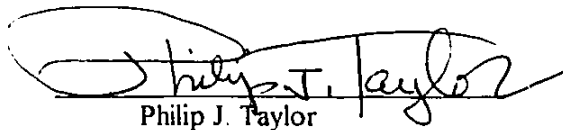
by   
Philip J. Taylor, Stockholder  
President/Treasurer/Director

by   
Judith E. Taylor  
Secretary/Director

STATEMENT OF CONSENT  
OF THE  
STOCKHOLDERS OF  
PHILIP J. TAYLOR AND ASSOCIATES, INC.

I, the undersigned, being the sole stockholder of Philip J. Taylor and Associates, Inc. do hereby agree and consent that:

- (a) A meeting was held on Monday, December 30, 1996, at 10:00 a.m., 11021 SW 75th Court, Miami, Florida for the purpose of consideration of a plan of complete liquidation.
- (b) At this meeting the stockholder unanimously adopted a plan of complete liquidation effective December 31, 1996.
- (c) The stockholder below represent 100% of the issued and outstanding shares.

 4,500 Shares      MAY 30, 1997  
Philip J. Taylor      Date