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August 22, 2000

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

Re: W. R. Carlson Company, Inc.

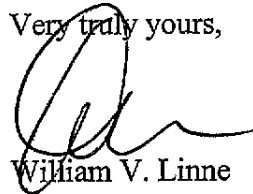
Dear Madam or Sir:

With reference to the above captioned corporation, please file the enclosed Articles of Dissolution of W. R. Carlson Company, Inc..

Also, enclosed is our firm check in the amount of \$35.00 to cover the costs of the filing fee.

If you have any questions, please give my office a call.

Very truly yours,



William V. Linne

WVL:jel

Enclosures

cc: Mary E. Carlson (w/encl.)
Elizabeth R. Williams (w/encl.)
clients\carlson\flsec.dis

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 AUG 24 PM 2:14

Uo ldis

V. SHEPARD SEP 11 2000

**ARTICLES OF DISSOLUTION PURSUANT TO SECTION 607.1403 OF THE FLORIDA
BUSINESS CORPORATION ACT OF W. R. CARLSON COMPANY, INC.**

To: Department of State
Tallahassee, Florida 32314

Date Paid
Filing Fee: \$35.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 AUG 24 PM 2: 14

Pursuant to the provisions of Section 607.1403 of the Florida Business Corporation Act, the undersigned corporation adopts the following articles of dissolution for the purpose of dissolving the corporation:

1. The name of the corporation is W. R. Carlson Company, Inc.
2. The name and respective address of the director of the corporation is as follows:

Name	Office	Address
Mary C. Carlson	Director	1415 N. 20th Ave.

3. Dissolution was authorized on January 25, 1999.
4. The dissolution was approved by all shareholders.
5. All liabilities and obligations of the corporation have been paid or discharged.
6. All the property and assets of the corporation remaining after the payment of all debts, obligations and liabilities of the corporation, have been distributed among its shareholders in accordance with their respective rights and interests.
7. There are no actions pending against the corporation in any court.
8. The corporation elected to dissolve by Written Action of the Stockholders and Director, a resolution to dissolve having been duly adopted by the shareholders on January 25, 1999. A copy of the resolution is attached to these articles.

Dated the 26th day of October, 1999.

W. R. Carlson Company, Inc.

By:

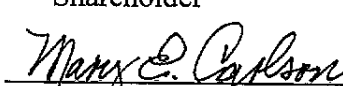
Merrill Lynch Trust Company, as
Trustee under the Revocable Trust Agreement
of William R. Carlson, dated August 9, 1994

by:


By: Jeffrey Langenderfer

Its: Senior Vice-President and Chief Trust
Officer

Shareholder


MARY E. CARLSON, as Trustee of the
Revocable Trust Agreement of Mary E. Carlson,
dated August 9, 1995

Shareholder


MARY E. CARLSON
Director