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June 18, 2001

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POST OFFICE BOX 1831
PENSACOLA, FLORIDA 32598-1831

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, Florida 32301

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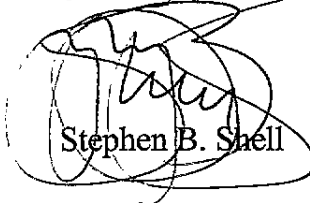
Re: Articles of Dissolution for Joe Brooks Realty, Inc.

Gentlemen:

Would you please file the enclosed Articles of Dissolution of Joe Brooks Realty, Inc. in the records of your office along with the Unanimous Written Consent of Directors and Shareholders. Our check in the amount of \$35.00 is enclosed for the required filing fee. Please return a confirmation of the filing to the undersigned. Thank you for your assistance. Please do not hesitate to contact this office with any questions or comments.

Very truly yours,

SHELL, FLEMING, DAVIS & MENGE


Stephen B. Shell

SBS/pfh
Enclosures
B1051-24451

FILED
01 JUN 19 PM 4:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF DISSOLUTION
OF
JOE BROOKS, REALTY, INC.**

FILED
01 JUN 19 PM 4:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I. The name of this Corporation is Joe Brooks, Realty, Inc., which was duly incorporated on October 18, 1972, by the State of Florida.

II. The name, title and post office address of each of the officers of the Corporation are as follows:

President	} Joseph F. Brooks 985 Rock Island Place Pensacola, FL 32505
Secretary	
Treasurer	

III. The name and post office address of the sole director of the Corporation is as follows:

Joseph F. Brooks
985 Rock Island Place
Pensacola, FL 32505

IV. All debts, obligations and liabilities of this Corporation have been paid or discharged.

V. All the remaining property, cash and assets of the Corporation have been distributed among its shareholders according to their respective rights and interests.

VI. There are no actions pending against the Corporation.

VII. The Corporation has elected to dissolve on the unanimous written consent of its shareholders and directors. A copy of the consent is incorporated and attached as Exhibit "A."

VIII. The Corporation shall be dissolved effective June 30, 2001.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Dissolution on June 14th, 2001, in Escambia County, Florida.

Joseph F. Brooks
Joseph F. Brooks, President

STATE OF FLORIDA

COUNTY OF ESCAMBIA

Before me personally appeared Joseph F. Brooks, known to me and known by me to be the persons who executed the foregoing Articles of Dissolution, and he acknowledged before me that he executed these Articles of Dissolution of Joe Brooks Realty, Inc., on behalf of the corporation.

Susette Secrist
Notary's Signature



Susette Secrist
My Commission DD019522
Expires April 22, 2005

April 22, 2005
My Commission Expires:

**UNANIMOUS WRITTEN CONSENT OF
DIRECTORS AND SHAREHOLDERS**

The undersigned, being the sole director and shareholder of Joe Brooks Realty, Inc., hereby consents to the filing of the Articles of Dissolution to which this Consent is attached.

EXECUTED this 14th day of June, 2001.

Joseph F. Brooks