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POST OFFICE BOX 1831
PENSACOLA, FLORIDA 32598-1831

November 21, 2000

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Corporate Records Bureau
Division of Corporations
Department of State
Tallahassee, Florida 32301

RE: Royal Management of Pensacola, Inc.

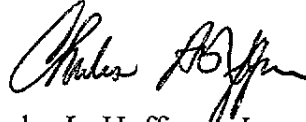
Dear Ladies and Gentlemen:

Enclosed please find the original and one copy of the Articles of Dissolution of Royal Management of Pensacola, Inc. along with a check in the amount of \$35 in payment of the filing fee. Please return the stamped copy in the enclosed pre-addressed, self-stamped envelope.

If you have any questions or comments, please give me a call. Thank you.

Very truly yours,

SHELL, FLEMING, DAVIS & MENGE


Charles L. Hoffman, Jr.

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Enclosures

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**Articles of Dissolution
Of
Royal Management of Pensacola, Inc.**

I. The name of this Corporation is Royal Management of Pensacola, Inc., which was duly incorporated on June 24, 1974, in the State of Florida.

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

President	Scott Baril 2403 E. Lillian Lane Arlington Heights, IL 60004
Vice-President	Kathleen M. Baril
Secretary	3094 Marcus Point Blvd.
Treasurer	Pensacola, FL 32505

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

Kathleen M. Baril
3094 Marcus Point Blvd.
Pensacola, FL 32505

IV. All debts, obligations and liabilities of this Corporation have been paid or discharged, or other arrangement made for payment.


V. All the remaining property, cash and assets of the Corporation will be distributed to the Corporation's sole shareholder in consideration for the exchange of all of her stock in the corporation.

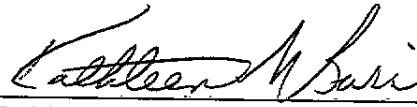
VI. There are no actions pending against the Corporation.

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

IN WITNESS WHEREOF, the undersigned has executed these Articles of Dissolution on November 14th, 2000, in Escambia County, Florida.

ATTEST:


Kathleen M. Baril, Secretary


Kathleen M. Baril, Vice-President

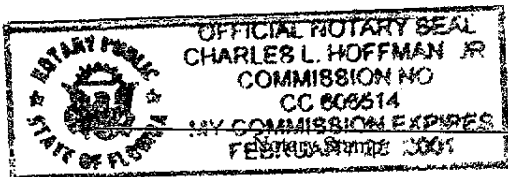
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA


FILED

STATE OF FLORIDA
COUNTY OF ESCAMBIA

Before me personally appeared Kathleen M. Baril, vice-president and secretary of Royal Management of Pensacola, Inc, known to me and known by me to be the person who executed the foregoing Articles of Dissolution, and she acknowledged before me that she executed the foregoing Articles of Dissolution of Royal Management of Pensacola, Inc., on behalf of the corporation.

EXECUTED this 14th day of November, 2000.





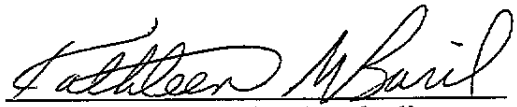
Notary's Signature
Charles L Hoffman Jr

Print/Type Name
Commission Number: _____
Expiration Date: 2/28/01

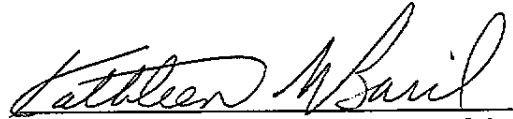
**WRITTEN CONSENT OF SOLE DIRECTOR
AND SOLE SHAREHOLDER**

The undersigned hereby consent to the filing of the Articles of Dissolution to which this
Consent is attached.

Executed this 14th day of November, 2000.



KATHLEEN M. BARIL, sole director
of Royal Management of Pensacola, Inc.



KATHLEEN M. BARIL, Trustee of the
Kathleen M. Baril Revocable Trust
Agreement dated April 1, 1997,
sole shareholder of Royal Management
of Pensacola, Inc.