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BOWEN & CAMPIONE, P.A.
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LENNON E. BOWEN, III
DAVID M. CAMPIONE
JOHN J. CAMPIONE
JASON M. RADSON

REPLY TO: Vero Beach

November 19, 1998

Secretary of State
Division of Corporations
The Capitol
Tallahassee, Florida 32304

re: Articles of Dissolution
Architects Schlitt & Brenner, P.A.

800002694068--6
-11/23/98-01115-018
*****87.50 *****43.75

Dear Sir:

To effectuate the dissolution of Architects Schlitt & Brenner, P.A., we herewith deliver to you the following documents:

1. One original and one conformed copy of the Articles of Dissolution of Architects Schlitt & Brenner, P.A.
2. A check in the amount of \$87.50 payable to the Florida Secretary of State. The amount of the check covers the cost of filing for dissolution (\$35.00), and certified copy fee (\$52.50).

I respectfully request that you file the Articles of Dissolution and return a certified copy to the undersigned.

Please notify the undersigned if there are any questions regarding these documents.

Sincerely yours,

Bowen & Campione, P.A.

David M. Campione
David M. Campione

*Diss
12-3-98
DMC*

DMC:gae
Enclosures

ARTICLES OF DISSOLUTION

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OF

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ARCHITECTS SCHLITT & BRENNER, P.A.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WHEREAS, Architects Schlitt & Brenner, P.A. is a Florida corporation organized and existing under the laws of the State of Florida; and the undersigned John J. Schlitt, Jr. is the sole shareholder of said corporation; and

WHEREAS, John J. Schlitt, Jr., as sole shareholder of the above-referenced corporation, by means of written consent dated 6/12, 1998, passed a resolution authorizing the dissolution of said corporation; and

WHEREAS, John J. Schlitt, Jr. was the sole shareholder of the corporation and his vote for dissolution was sufficient for its approval.

NOW, THEREFORE, Architects Schlitt & Brenner, P.A. shall be dissolved as of a later date, after last business transaction, sometime after 30th June 1998. 11/8.

In witness whereof, the undersigned has executed these Articles of Dissolution on behalf of the corporation on the 12 day of June 1998.

ARCHITECTS SCHLITT & BRENNER, P.A.

BY:

John J. Schlitt, Jr.
John J. Schlitt, Jr., President

ATTEST:

BY:

John M. Brenner
John M. Brenner, Acting Secretary

(Corporate Seal)

STATE OF FLORIDA
COUNTY OF INDIAN RIVER

The foregoing instrument was acknowledged before me this 12th day of June, 1998, by John J. Schlitt, Jr. and John M. Brenner, President and Acting Secretary respectively of Architects Schlitt & Brenner, P.A., who are personally known to me, and acknowledged signing the same by authority duly vested in them by said corporation.

Heidi Rooney
Notary PublicHeidi Rooney
Printed Name of Notary

This Instrument Prepared by:

John J. Campione, P.A.
Bowen & Campione, P.A.
80 Royal Palm Blvd.
Suite 302
Vero Beach, FL 32960
561-978-9582

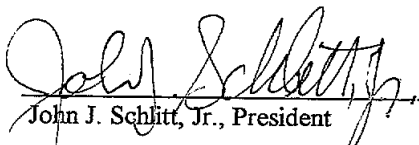
MINUTES OF SHAREHOLDERS MEETING
OF THE SHAREHOLDER, DIRECTOR AND OFFICER
OF
ARCHITECTS SCHLITT & BRENNER, P.A.

WHEREAS, the undersigned, being the sole shareholder of Architects Schlitt & Brenner, P.A., a Florida Corporation organized under the laws of the State of Florida (the "Company"), does hereby severally waive all statutory requirements as to notice of the time, place and purpose of the meeting of the shareholders of the corporation and does hereby unanimously consent in writing to adoption of the following resolutions, taking said action in lieu of a meeting, as permitted by Section 607.0704, Florida Statutes.

NOW THEREFORE, the shareholder of the corporation hereby adopts the following resolution:

RESOLVED, that the corporation shall be dissolved as of a later date, after last business transaction, sometime after 30th June 1998.

IN WITNESS WHEREOF, the undersigned being the sole shareholder of Architects Schlitt & Brenner, P.A. does hereby affix his signature to evidence unanimous consent on the 12th day of JUNE, 1998.


John J. Schlitt, Jr., President