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REPLY TO:
POST OFFICE BOX 491635
LEESBURG, FLORIDA 34749-1635

739 714

August 28, 1997

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, FL 32314

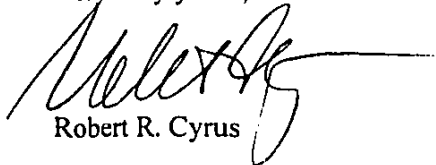
100002287541--2
-09/08/97--01148--001
*****87.50 *****87.50

Re: LAST RESORT FISH CAMP ASSOCIATION, INC.

Dear Sir:

Enclosed please find proposed Articles of Dissolution for the above-referenced corporation. Also enclosed is my check in the amount of \$87.50 to cover cost of filing fee and the return of one certified copy to me at the above address.

Very truly yours,


Robert R. Cyrus

RRC/bl
Enclosures

RECEIVED
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

57 SEP -9 PM 11:03

FILED

73 9714
688
*Cert Copy
FD's
9-8-97
Cyrus

ARTICLES OF DISSOLUTION

Pursuant to Section 617.1403, Florida Statutes, this Florida nonprofit corporation submits the following Articles of Dissolution.


FIRST: The name of the corporation is:

LAST RESORT FISH CAMP ASSOCIATION, INC.

SECOND: Adoption of Dissolution:

The corporation is in receivership pursuant to a Settlement Agreement entered into among its members and approved by the Circuit Court in and for Lake County, Florida on January 22, 1996. Attached is a copy of the order from the Circuit Court in and for Lake County, Florida, entered on August 25, 1997, authorizing the Receiver, W. THOMAS BROOKS, to execute the Articles of Dissolution in accordance with this statute.

DATED this 38 day of August, 1997.


W. THOMAS BROOKS
Receiver

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

57 SEP - 8 PM 1:03

FILED

STATE OF FLORIDA
COUNTY OF LAKE

The foregoing instrument was acknowledged before me this 38 day of August, 1997, by W. THOMAS BROOKS, Receiver, LAST RESORT FISH CAMP ASSOCIATION, INC., who is personally known to me, and he acknowledged before me that he executed the foregoing Articles of Dissolution.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, this 38 day of August, 1997.



Notary Public



DANIEL R. [Signature]
MY COMMISSION # 424051 EXPIRES
May 20, 2001
BONDED THRU TROY FARM INSURANCE, INC.

PLAN OF DISTRIBUTION OF ASSETS

W. THOMAS BROOKS, Receiver for Last Resort Fish Camp Association, Inc., pursuant to the order entered by the Circuit Court of the Fifth Judicial Circuit in and for Lake County, Florida, on August 25, 1997, hereby submits this Plan of Distribution of Assets in accordance with Florida Statute 617.1406.

1. There are no known liabilities or obligations of the corporation, and the Receiver has no funds with which to pay any liabilities or obligations that may hereafter become known.
2. There are no assets of the corporation to be transferred.
3. There are no assets to be received in the future and there are no assets to be distributed in any form or manner or to any person or persons.

This Plan of Distribution of Assets is submitted to be filed with the Department of State of the State of Florida in compliance with Florida Statute 617.1406, Sub-Section 2.


W. THOMAS BROOKS, Receiver

STATE OF FLORIDA
COUNTY OF LAKE

Sworn to and subscribed before me this
28 day of August, 1997, by W. Thomas
Brooks, who is personally known to me.



Notary Public



Darlene R. Mulloy
MY COMMISSION #CC624051 EXPIRES
May 28, 2001
BONDED TITRUM TROY FAIR INSURANCE, INC.

IN THE CIRCUIT COURT OF THE FIFTH JUDICIAL CIRCUIT
IN AND FOR LAKE COUNTY, FLORIDA

CASE NO. 92-545-CA-01

Division No. 6

LAST RESORT FISH CAMP
ASSOCIATION, INC., a
Florida Corporation,

Plaintiff,

vs.

RONALD T. HOPWOOD,

Defendant.

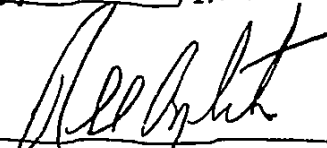
ORDER AUTHORIZING RECEIVER TO EXECUTE ARTICLES OF DISSOLUTION

This cause came on to be heard on the motion of the Receiver, W. THOMAS BROOKS, for an order authorizing the Receiver to execute Articles of Dissolution pursuant to Section 617.1403 Florida Statutes, for the purpose of dissolving Last Resort Fish Camp Association, Inc., a Florida nonprofit corporation, in accordance with the Settlement Agreement approved by this court in its order dated January 22, 1996, and having heard no objection from the parties, it is hereby

ADJUDGED:

The Receiver, W. THOMAS BROOKS, is hereby authorized to execute Articles of Dissolution pursuant to Section 617.1403 Florida Statutes, for the purpose of dissolving Last Resort Fish Camp Association, Inc., a Florida nonprofit corporation.

ORDERED this 25th day of August, 1997.



RICHARD W. BOYLSTON
Acting Circuit Judge

Copies furnished to:

Robert Q. Williams, Esq.
Michael A. Graves, Esq.
Steven A. Medina, Esq.
George H. Russ, Esq.
Lou Tally, Esq.
Robert R. Cyrus, Esq.