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EURO-AMERICAN CONSULTING, INC.
4001 Tamiami Trail North, Suite 266, Naples, FL 34103 / USA
Tel. (941) 43-1131, Fax (941) 43-0131

Naples, July 23, 1998

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

FILED
98 JUL 27 PM 4: 25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: Florida Beach Vacation, Ltd.

Dear Sirs:

Enclosed you will find the Agreement of Non-Judicial Dissolution and the Certificate of Cancellation for the above mentioned limited partnership and a check for \$52.50 for your fees. We would appreciate if you could return the copies with the attached, stamped and self-addressed envelope as confirmation of the dissolution of the above mentioned company. Please do not hesitate to contact us if you have any questions.

Best regards,

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-07/27/98--01081--003
*****\$2.50 *****\$2.50

EURO-AMERICAN CONSULTING, INC.



Rainer N. Filthaut

Enclosures

496-938

Name	<i>[Signature]</i>
Availability	<i>[Signature]</i>
Document Examiner	<i>[Signature]</i>
Updater	<i>[Signature]</i>
Updater Verifier	<i>[Signature]</i>
Acknowledgment	<i>[Signature]</i>
W. P. Verifier	<i>[Signature]</i>

CERTIFICATE OF CANCELLATION**Of****Florida Beach Vacation, Ltd.
A Florida Limited Partnership**

The undersigned, being the General Partner of Florida Beach Vacation, Ltd., a Florida Limited Partnership, (the "Partnership"), pursuant to Florida Statute 620.113, does hereby file this Certificate of Cancellation of the Certificate of Limited Partnership first filed with the secretary of State on May 20, 1996, and certifies as follows:

1. The name of the limited Partnership is Florida Beach Vacation, Ltd.
2. The date of filing of the certificate of limited partnership was May 20, 1996.
3. The reason for the filing of the certificate of cancellation is that the limited and general partners have unanimously decided to dissolve the partnership, as is evidenced by the Agreement of Non-Judicial Dissolution dated JULY 10, 1998, a copy of which is attached hereto.
4. The cancellation of the General Partnership is to be effective as of the date of filing of this Certificate of cancellation.

IN WITNESS WHEREOF, the undersigned, being the General Partner of the aforementioned Limited Partnership, has hereunto set its hand on this 10TH day of JULY, 1998.

GENERAL PARTNER:

International General Partner, Inc.
(A Florida Corporation)

By: 

Winfried Hostenkamp, President

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AGREEMENT OF NON-JUDICIAL DISSOLUTION
of
FLORIDA BEACH VACATION, LTD.
A Florida Limited Partnership

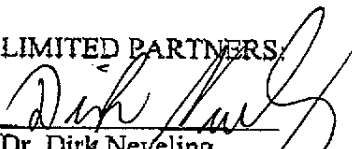
The undersigned, constituting all of the Limited Partners and General Partners of Florida Beach Vacation, Inc., a Florida Limited Partnership, (the "Partnership"), pursuant to Florida Statute 620.157(3), do hereby agree to dissolve the Partnership forthwith or as soon as the Certificate of Cancellation can be filed with the Florida Secretary of State.

The undersigned, by their signatures hereunto, give their written consent to the dissolution of the Partnership.

The General Partner, by his signature hereunto, approves and ratifies the decisions of the Limited Partners to dissolve the Partnership. The General Partner further gives its written consent to such dissolution by its signature hereinbelow.

IN WITNESS WHEREOF, the undersigned have hereunto set their hands on this 10TH day of JULY, 1998.

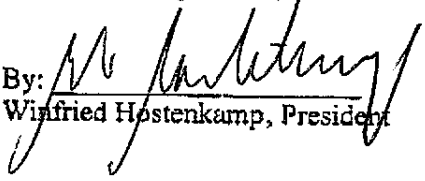
LIMITED PARTNERS:


Dr. Dirk Neveling


Winfried Horstenkamp

GENERAL PARTNER:

International General Partner, Inc.
(A Florida Corporation)

By: 
Winfried Horstenkamp, President

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