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CT Corporation System  
Requestor's Name  
660 East Jefferson Street

Address  
Tallahassee, FL 32301 222-1092  
City State Zip Phone

CORPORATION(S) NAME

300002404363--7

-01/20/98--01031--024

\*\*\*\*\*35.00 \*\*\*\*\*35.00

Marshalls of Jacksonville, FL., Inc

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| <input type="checkbox"/> Profit              | <input type="checkbox"/> Amendment                         | <input type="checkbox"/> Merger          |
| <input type="checkbox"/> NonProfit           | <input type="checkbox"/> Mark                              |  |
| <input type="checkbox"/> Foreign             | <input checked="" type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Other           |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report                     | <input type="checkbox"/> Change of R.A.  |
| <input type="checkbox"/> Reinstatement       | <input type="checkbox"/> Name Registration                 | <input type="checkbox"/> UCC Filing      |
| <input type="checkbox"/> Fictitious Name     | <input type="checkbox"/> Photo Copies                      | <input type="checkbox"/> CUS             |
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DIVISION OF CORPORATION

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98 JAN 20 PM 3:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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98 JAN 20 PM 3: 28

ARTICLES OF DISSOLUTION

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to 607.1403, Florida Statutes, this corporation submits the following articles of dissolution:

FIRST: The name of the corporation is Marshalls of Jacksonville, FL., Inc..

SECOND: The date dissolution was authorized January 5, 1998.

THIRD: Adoption of Dissolution



Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.

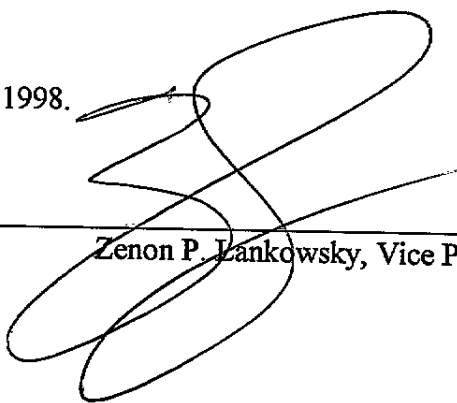


Dissolution was approved by vote of the shareholders through voting groups.

The number of votes cast for dissolution was sufficient for approval by common voting group.

Signed this Fifth day of January, 1998.

Signature

  
Zenon P. Lankowsky, Vice President