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FILED
99 OCT 20 AM 10:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LAWRENCE DUFFY*
M. CHRIS EDWARDS
PAUL J. NICOLETTI †‡

*Certified Circuit Civil Mediator
‡Also Licensed to Practice
in the District of Columbia
‡ Board Certified in Local
Government Law

October 18, 1999

Corporation Division
Department of State
P.O. Box 6327
Tallahassee, FL 32314

Re: Priority One Realty Corp.


700003019907--2
-10/20/99--01073--001
*****35.00 *****35.00

Dear Sirs/Madam:

Enclosed please find the Articles of Dissolution and Statement of Intent to Dissolve in connection with the referenced corporation. Also enclosed is our firm's check in the amount of \$35.00 representing the filing fee for such documents. Please send notification of filing to my attention at the above-referenced address.

If you have any questions concerning the contents of this letter, or the enclosed articles of dissolution, please do not hesitate to call.

Sincerely,



M. Chris Edwards

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V. SHEPARD NOV 1 1999

ARTICLES OF DISSOLUTION
PURSUANT TO FLORIDA STATUTE, SECTION 607.1403
OF
PRIORITY ONE REALTY CORPORATION

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1403 of the Florida General Corporation Act, the undersigned corporation adopts the following Articles of Dissolution for the purpose of dissolving the corporation:

1. The name of the corporation is Priority One Realty Corporation
2. The names and respective addresses of its officers are:

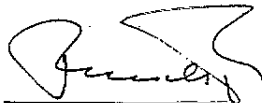
Name	Office	Address
Ronald G. Prior	President Treasurer	1600 Stewart Ave. Westbury, NY 11590-0252
Sandra K. Prior	Vice-President Secretary	1600 Stewart Ave. Westbury, NY 11590-0252

3. The names and respective addresses of its director(s) are:

Name	Address
Ronald G. Prior	1600 Stewart Ave. Westbury, NY 11590-0252

4. All debts, obligations and liabilities of the corporation have been paid or discharged or adequate provision has been made therefor.
5. All remaining property and assets of the corporation have been distributed among the shareholders in accordance with their respective rights and interests.
6. There are no actions pending against the corporation in any court.
7. A statement of intent to dissolve the corporation is attached hereto and made a part of these articles.

Dated 08 October, 1999.



Ronald G. Prior, President and
Director of Priority One Realty Corp.

And: Sandra K. Prior Sec.
Sandra K. Prior, Secretary

STATE OF New York
COUNTY OF Suffolk

Before me, the undersigned authority, personally appeared Ronald G. Prior and Sandra K. Prior, officers of Priority One Realty Corp., who are to me well known to be the persons described in and who subscribed the above articles of dissolution, and he/she did freely and voluntarily acknowledge before me according to law that he/she made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal, at Huntington in said County and State, this 8th day of Oct, 1999.

(Seal)

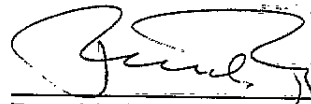
Rosemarie Dellorusso
Notary Public
My commission expires:

ROSEMARIE DELLORUSSO
Notary Public, State of New York
No. 01DE5066700
Qualified in Suffolk County
Commission Expires Sept. 30, 2002

STATEMENT OF INTENT TO DISSOLVE
BY WRITTEN CONSENT OF ALL THE SHAREHOLDERS
OF PRIORITY ONE REALTY CORP.

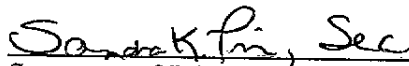
Pursuant to the provisions of Section 607.0704 and Section 607.1402 of the Florida General Corporation Act, the undersigned corporation submits the following statement of intent to dissolve the corporation upon written consent of all its shareholders:

1. The name of the corporation is Priority One Realty Corp.
2. All of the outstanding shares of Priority One Realty Corp. are held by the parent corporation, John Prior, Inc.
3. John Prior, Inc. hereby authorizes the dissolution of the Priority One Realty Corporation.

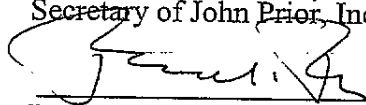


Ronald G. Prior, President of John Prior, Inc., the sole shareholder of Priority One Realty Corp.

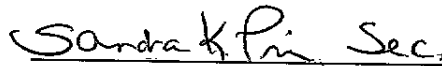
rd
Dated 6th Dec 1999.



Secretary of John Prior, Inc.



Ronald G. Prior, President of John Prior, Inc., the sole shareholder of Priority One Realty Corp.



Secretary of Priority One Realty Corp.