ATTORNEYS AT LAW

Lisa H. Barnett
Thomas A. Collins, II o
Fitzgerald A. Frater +o
Catherine E. Kidon
Kim Patrick Kobza o
Stanley J. Lieberfarb
C. Richard Mancini
Andrew H. Reiss
Richard M. Treiser
Christopher T. Vernon

The Northern Trust Building 4001 Tamiami Trail North Suite 330 Naples, Florida 34103 Telephone (941) 649-4900

> Fax (941) 649-0823 Internet Address: www.tkvnaples.com

September 28, 1999

Richard Shapack 0+ of Counsel

- Also admitted in Michigan
- + Also admitted in New York
- Also admitted in Kentucky
- 2 Also admitted in New Jersey
- * Board Certified Tax Attorney

900003001839--5 -09/30/39--01068-011 *****87.50 ******43.75

Corporate Records Bureau Division of Corporations 409 East Gaines Street Post Office Box 6327 Tallahassee, Florida 32399

Re: R. S. Centers, Inc. and Tin City Partners Limited

Our File Number: 1245.000

Dear Reader:

Enclosed you will find the following documentation:

R.S. Centers, Inc.

- 1. Articles of Dissolution; and
- 2. Check No. 9917 in the sum of \$87.50.

Tin City Partners Limited

- 1. Cancellation of Partnership Registration;
- 2. Statement of Partnership Authority;
- 3. Statement of Dissolution of Partnership; and
- 4. Check No. 9916 in the sum of \$232.50.

Would you please have these documents filed in your usual manner. After you have recorded these documents, would you please return certified copies to my attention at the above address.

*****43. (5

99 SEP 30 M 7: 29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

V. SHEPARD OCT 7 1999

Corporate Records Bureau Division of Corporations September 28, 1999 Page Two

If you should have any questions, please do not hesitate to contact me directly. Thank you for your attention and consideration.

Very truly yours,

TREISER, KOBZA & LIEBERFARB, CHTD.

Leslie L. Browning, Paralegal

For The Firm

e-mail-llbrowning@tkvnaples.com

/Ilb

Enclosures

ARTICLES OF DISSOLUTION

	ARTICLES OF DISSOLUTION 99 SEP 30 AM 7: 29 VALUATION VALUATION 1 ALLAHASSEE STATE uant to \$607.1403, Florida Statutes, the undersigned Corporation submits to the sissolution:
Pursuant to §607.1403, Florida Statutes, the undersigned Corporation submits Liberty Articles of Dissolution:	
FIRST:	The name of this Corporation is R. S. CENTERS, INC., a Florida Corporation (the "Corporation") and its Charter Number is G93388. It was organized under the laws of the State of Florida on March 27, 1984.
SECOND:	The date dissolution was authorized: September 17, 1999
THIRD:	Adoption of Dissolution (CHECK ONE)
K	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 following statement must be separately provided for each voting group entitled to vote separately on the plan to dissolve:
	The number of votes cast for dissolution was sufficient for approval by
	(Voting by voting groups was not required) (voting group)
Signature	By the Chairman or Vice Chairman of the Board, President, or other Officer)
	Burton H. Marks Wart Paresident (typed or printed name)