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May 5, 1997

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Corporate Records Bureau
Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, FL 32314

Re: GRAVES and PALMER, CHARTERED

Gentlemen:

Enclosed for filing with your office are Articles of Dissolution of GRAVES AND PALMER, CHARTERED. Also enclosed is a check in the amount of \$87.50 covering the filing fee and the cost of one certified copy.

Please file the enclosed Articles of Dissolution at your earliest convenience and return the certified copy to the undersigned. If you have any questions or problems with respect to the enclosed filing, please contact the undersigned.

Thank you for your assistance with this filing.

Very truly yours,

Catherine J. Scott
Catherine J. Scott
Certified Legal Assistant

Enclosures

cc: John P. Graves, Jr., Esq.
Allyson Palmer, Esq.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 MAY -7 PM 3:07
MAY 13 1997

ARTICLES OF DISSOLUTION
OF
GRAVES AND PALMER, CHARTERED

RECEIVED APR 24 1997
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 MAY -7 PM 3:07

GRAVES AND PALMER, CHARTERED, a corporation organized and existing pursuant to the provisions of the Professional Service Corporation and Limited Liability Company Act, Chapter 621, Florida Statutes, as amended, hereby adopts the within Articles of Dissolution in accordance with Section 607.1403 of the Florida Business Corporation Act by virtue of the action of the Board of Directors and all of the shareholders of such corporation pursuant to Section 607.1402.

ARTICLE I

The name of the corporation is GRAVES AND PALMER, CHARTERED

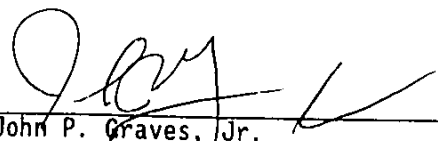
ARTICLE II

The dissolution of GRAVES AND PALMER, CHARTERED has been approved and authorized by all of the members of the Board of Directors and all of the holders of all of the shares of common stock of the corporation, which persons are signatories to these Articles of Amendment, as of the 14 day of March, 1997, which number is sufficient for approval.

ARTICLE III

The effective date of the dissolution of this corporation shall be March
14, 1997.

IN WITNESS WHEREOF, these Articles of Dissolution of GRAVES AND PALMER, CHARTERED have been executed this 28 day of April, 1997 by the undersigned who constitute all of the members of the Board of Directors of the corporation and the holders of all of the outstanding shares of the corporation.


John P. Graves, Jr.


Allyson Palmer