



THE UNITED STATES
CORPORATION
COMPANY

H17266

ACCOUNT NO. : 072100000032

REFERENCE : 500318 128504A

AUTHORIZATION :

COST LIMIT : \$ 35

Patricia Pizzuto

ORDER DATE : August 18, 1997

ORDER TIME : 2:17 PM

ORDER NO. : 500318-005

CUSTOMER NO: 128504A

CUSTOMER: Warren R. Trazenfeld, Esq
Warren R. Trazenfeld, P.a.
Suite #4600
200 S. Biscayne Boulevard
Miami, FL 33131-2310

800002270548--9

DOMESTIC FILINGS

NAME: GLORIA CONSTRUCTION
CORPORATION

XX ARTICLES OF DISSOLUTION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

EXAMINER'S INITIALS:

FILED
97 AUG 18 PM 3:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

819
97 AUG 18 PM 3:34
DIVISION OF CORPORATION
RECEIVED
182
Diss

FILED

ARTICLES OF DISSOLUTION 97 AUG 18 PM 3:43
OF
GLORIA CONSTRUCTION CORPORATION
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Section 607.1403, of the Florida Statutes, the President and Secretary of Gloria Construction Corporation (the "Corporation") hereby certify:

1. The name of the corporation is Gloria Construction Corporation.
2. The Corporation's shareholders are Gloria Liss, William C. Crassas and Dorothy C. Stamatiou.
4. That all debts, obligations and liabilities of the Corporation have been paid or discharged or that adequate provision has been made therefor.
5. That all the remaining property and assets of the Corporation have been distributed among its shareholders in accordance with their respective rights and interests or that no property remained for distribution to shareholders after applying it to the payment of the liabilities and obligations of the Corporation.
6. That there are no actions pending against the Corporation in any court, or that adequate provision has been made for the satisfaction of any judgment, order or decree which may be entered against it in any pending action.

7. That the Corporation elected to dissolve by unanimous written consent of its shareholders and said written consent to dissolve dated August 2, 1997, has been signed by the shareholders of the Corporation, and a copy is attached hereto. The numbers of shareholders voting for dissolution was sufficient for approval.

IN WITNESS WHEREOF, the undersigned have executed and signed this Certificate as of this 2ND day of August, 1997.

By: Gloria Liss
Gloria Liss, President

By: Dorothy C. Stamatou
Dorothy C. Stamatou, Secretary

By: William C. Crassas
William C. Crassas,
Vice President

ACKNOWLEDGMENTS

STATE OF New York
COUNTY OF New York

SS:

The foregoing instrument was acknowledged before me this 2ND day of August, 1997, by Gloria Liss, as President of Gloria Construction Corporation, a Florida corporation, on behalf of the corporation. She is personally known to me or has produced _____, No. _____, as identification and did take an oath.

My commission expires:

March 30, 1998

NATHANIEL GINSBERG
Notary Public, State of New York
No. 41-1440075
Qualified in Queens County
Commission Expires March 30, 1998

NOTARY PUBLIC:

Nathaniel Ginsberg
(Signature of Notary Public)

Nathaniel Ginsberg
(Printed Name of Notary Public)

STATE OF New York AT LARGE

STATE OF New York
COUNTY OF New York

SS:

The foregoing instrument was acknowledged before me this 2nd day of August, 1997, by Dorothy C. Stamatiou, as Secretary of Gloria Construction Corporation, a Florida corporation, on behalf of the corporation. She is personally known to me or has produced _____, No. _____, as identification and did take an oath.

My commission expires:

March 30, 1998

NATHANIEL GINSBERG
Notary Public, State of New York
No. 41-1440075
Qualified in Queens County
Commission Expires March 30, 1998

NOTARY PUBLIC:

Nathaniel Ginsberg
(Signature of Notary Public)

Nathaniel Ginsberg
(Printed Name of Notary Public)

STATE OF New York AT LARGE

(SEAL)

STATE OF New York
COUNTY OF New York

SS:

The foregoing instrument was acknowledged before me this 2nd day of August, 1997, by William C. Crassas, as Vice-President of Gloria Construction Corporation, a Florida corporation, on behalf of the corporation. He is personally known to me or has produced _____, No. _____, as identification and did take an oath.

My commission expires:

March 30, 1998

NATHANIEL GINSBERG
Notary Public, State of New York
No. 41-1440075
Qualified in Queens County
Commission Expires March 30, 1998

NOTARY PUBLIC:

Nathaniel Ginsberg
(Signature of Notary Public)

Nathaniel Ginsberg
(Printed Name of Notary Public)

STATE OF New York AT LARGE


(SEAL)

ACTION BY WRITTEN CONSENT
OF THE SHAREHOLDERS OF
GLORIA CONSTRUCTION CORPORATION

The undersigned, being all of the Shareholders of Gloria Construction Corporation (the "Corporation"), hereby waive all formal requirements to the actions set forth herein including the holding and notice of a meeting and hereby consent in writing to adopt the following actions:

1. That the Corporation be dissolved effective August 2, 1997.

DATED this 2ND day of August, 1997.



Gloria Liss



Dorothy C. Stamatiou



William C. Crassas