FISHER ISLAND MORTGAGE CORPORATION

520 Broad Street Newark, New Jersey 07102-3111

April 6, 1998

700002486387--04/13/98--01050--028 *****35.00 *****35

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

Fisher Island Mortgage Corporation Re:

Dissolution

Dear Secretary of State:

Enclosed for filing are the Articles of Dissolution and a check in the amount of \$35 to disslove Fisher Island Mortgage Corporation. Please note that the Board of Directors and the sole shareholder of Fisher Island Mortgage Corporation approved of the dissolution. А сору of the Consent Votes are attached for your convenience.

We would appreciate an effective date of this dissolution upon receipt. Please stamp the copy of the Article of Dissolution as "FILED" and return it to me in the enclosed stamped envelope.

Please do not hesitate to call me if you have any Thank you in advance for your time and questions. consideration.

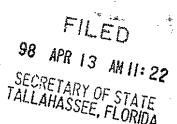
Very truly yours,

Vicki Herbst Registered Products Compliance Manager

(973) 481-7896

Enclosures

ARTICLES OF DISSOLUTION



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

FIK51;	The name of the corporation is: Fisher Island Mortgage Corporation
SECOND:	The date dissolution was authorized: December 20, 1995
THIRD:	Adoption of Dissolution (CHECK ONE)
Disse was	olution was approved by the shareholders. The number of votes cast for dissolution sufficient for approval.
Disse	olution was approved by vote of the shareholders through voting groups.
Ti er	he following statement must be separately provided for each voting group ntitled to vote separately on the plan to dissolve:
The	number of votes cast for dissolution was sufficient for approval by
	(voting group)
Signe	d this 31 day of March , 19 98
Signature _	-JM
<i>,</i>	(By the Chairman or Vice Chairman of the Board, President, or other officer)
	Thomas L. Martin (Typed or printed name)
	Vice President and Assistant Secretary (Title)