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May 13, 1997

Secretary of State of Florida
Corporations Division
P O Box 6327
Tallahassee, Florida 32301

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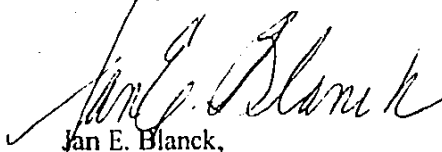
Re: North Shore Enterprises, Inc. and Bayshore Medical Equipment Corp.

Ladies and Gentlemen:

Enclosed for filing with your offices are Articles of Dissolution, in duplicate, prepared to effect the dissolution of the two above-referenced Florida corporations. Also enclosed is our check in the amount of \$175.00 in payment of filing fees.

Please return the certified copies of these filings to me. Thank you for your cooperation with this matter.

Sincerely,


Jan E. Blanck,
Lawyer's Assistant to Kenneth Kossov

cc: Kenneth Kossov, Esq.

FILED
97 MAY 15 AM 10
TALLAHASSEE, FLORIDA

**ARTICLES OF DISSOLUTION
OF
NORTH SHORE ENTERPRISES, INC.**

Pursuant to the provisions of Sections 607.1402 and 607.1403 of the Florida Business Corporation Act, NORTH SHORE ENTERPRISES, INC., a Florida corporation (the "Corporation"), hereby adopts the following Articles of Dissolution and certifies the following information for the purposes of dissolving the Corporation:

1. The name of the Corporation filing these Articles of Dissolution is **NORTH SHORE ENTERPRISES, INC.**
2. The Corporation elected to dissolve by written consent of its sole Shareholder, as of April 3, 1997.
3. The number of votes cast for dissolution was sufficient for approval.

IN WITNESS WHEREOF, the undersigned President of NORTH SHORE ENTERPRISES, INC. has executed these Articles of Dissolution on behalf of the Corporation as of the 3rd day of April, 1997.

NORTH SHORE ENTERPRISES, INC.

By: *Donald F. Gardner*
Name: Donald F. Gardner
Title: President

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97 MAY 15 AM 8:40
TALLAHASSEE, FLORIDA