

GEORGE E. LOOMIS

J07642

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Attorney at Law

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August 29, 1997

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

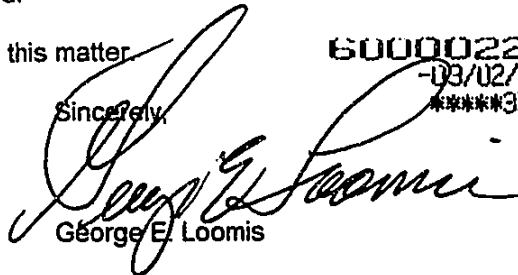
RE: Articles of Dissolution by Consent of Shareholders
Richard Falzone Realty, Inc.

Gentlemen:

Enclosed please find original and one copy of Articles of Dissolution by Consent of Shareholders of Richard Falzone Realty, Inc. Our firm check in the amount of \$35.00 is enclosed to cover the filing fees. Please stamp the date filed on the copy of the Articles of Dissolution and return to the undersigned.

Thank you for your assistance in this matter.

Sincerely,


George E. Loomis

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DEL:hh

Encls.

FILED
97 SEP -2 AM 7:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Diss

LFT 9-9-97

**ARTICLES OF DISSOLUTION
By Consent of the Shareholders**

FILED
97 SEP -2 AM 7:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF DISSOLUTION PURSUANT TO
§§607.1402 & 607.1403 OF THE FLORIDA GENERAL
BUSINESS CORPORATION ACT OF**

RICHARD FALZONE REALTY, INC.
(Document Number: J07642)

To: Department of State
Tallahassee, Florida 32304

Pursuant to the provisions of Sections 607.1402 & 607.1403 of the Florida General Corporation Act, the undersigned corporation adopts the following articles of dissolution for the purpose of dissolving the corporation:

1. The name of the corporation is RICHARD FALZONE REALTY, INC., Document Number J07642.

2. The names and respective addresses of the officers and directors of the corporation are as follows:

Name	Office	Address
Lucille Falzone, Personal Representative of the Estate of Richard Pompeo Falzone, Deceased	President	4800 State Street Pensacola, FL 32506

3. There are no corporate assets with which to make payment of all of the liabilities and obligations of the corporation.

4. There is no property or assets of the corporation to be distributed to its shareholders.

6. There are actions pending against the corporation in the Escambia County, Florida, Circuit Court:

Walker, et al. v. First South Hospitality Corporation, Case No.:
94-1434-CA-01-D;

Lonnie N. Webster v. J.S. Waller, Inc., et al., Case No.: 97-943-
CA-01-A.

7. These Articles of Dissolution shall be effective upon their filing with
the Division of Corporations.

8. The corporation elected to dissolve by unanimous written consent of
its shareholders, and such written consent has been signed by all shareholders
of the corporation or signed in their names by their attorneys thereunto duly
authorized. A copy of such written consent is attached to these articles.

Dated 29th day of August, 1997.

RICHARD FALZONE REALTY, INC.

BY: Lucille Falzone
LUCILLE FALZONE,
As Personal Representative of
The Estate of Richard Pompeo Falzone,
Deceased. 500 Shares
(100%)

STATE OF FLORIDA
COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me this 29th day of August, 1997,
by Lucille Falzone, as Personal Representative of the Estate of Richard Pompeo Falzone,
on behalf of the corporation and who is personally known to me and who did not take an
oath.

[Notary Seal]

HELEN P. HILL
Notary Public-State of Florida
My Commission Expires Jan. 11, 2001
CC 250974

Bonded thru Aetna Casualty & Surety Co.

Helen P. Hill
Name: HELEN P. HILL
Notary Public, State of Florida
Comm. No: _____
Comm. Expires: _____

**SHAREHOLDERS UNANIMOUS WRITTEN CONSENT
VOLUNTARY DISSOLUTION OF**

RICHARD FALZONE REALTY, INC.

**A FLORIDA CORPORATION
Document Number J07642**

The undersigned, being the personal representative of The Estate of Richard Pompeo Falzone, Deceased, the sole shareholder of RICHARD FALZONE REALTY, INC., a Florida corporation, does hereby consent to the voluntary dissolution of such corporation and does authorize and direct the appropriate officers of the corporation to take all steps necessary or appropriate to carry out the intent of this resolution. There are no corporate assets to be distributed.

In assent to the above, the undersigned has indicated the number of shares of the corporation held by each of record on such date. The vote being unanimous, the number of votes of the shareholders FOR dissolution is sufficient for approval.

Dated this 29th day of August, 1997.

Shareholders:

Lucille Falzone

LUCILLE FALZONE

As Personal Representative of The
Estate of Richard Pompeo Falzone,
Deceased. 500 Shares (100%)