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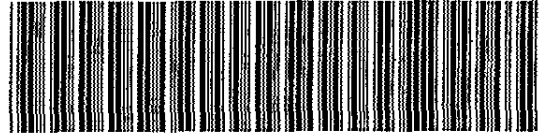
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

C. Ocullette JAN 22 2004



January 13, 2004

SE Regional Headquarters

580 Village Boulevard
Suite 300
West Palm Beach, FL 33409
Tel 561-242-0100
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Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Corporate Headquarters

1600 St. Georges Avenue
P.O. Box 1234
Rahway, New Jersey 07065
Tel 732-388-3000
Fax 732-381-2834

www.denholtzassociates.com

Re: Lake Worth Turnpike Associates, Inc.

Dear Secretary Hood:

Enclosed please find the Articles of Dissolution of Lake Worth Turnpike Associates, Inc. and our check in the amount of \$35.00 for filing fees. Please feel free to contact me if there are any questions. Thank you.

Very truly yours,

Kelly McNamara

/km

Enclosure

cc: Stewart F. Denholtz
Faye J. Wall

**ARTICLES OF DISSOLUTION
OF
LAKE WORTH TURNPIKE ASSOCIATES, INC.**

In accordance with the provisions of Section 607.1403, Florida Statutes, the undersigned officer of LAKE WORTH TURNPIKE ASSOCIATES, INC., a Florida corporation (the "Corporation"), desiring to dissolve the Corporation, hereby submits the following:

ARTICLE I

The name of the Corporation is Lake Worth Turnpike Associates, Inc.

ARTICLE II

The shareholders have, by unanimous written consent, elected to dissolve the Corporation on December 31, 2003.

ARTICLE III

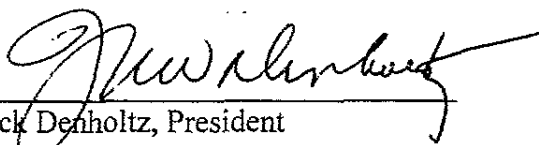
The dissolution of the Corporation was approved by shareholders owning 100% of the issued and outstanding shares of capital stock of the Corporation, and therefore the number of votes cast for dissolution was sufficient for approval.

ARTICLE IV

These Articles of Dissolution shall be effective upon filing with the Secretary of State.

The undersigned, for the purpose of dissolving Lake Worth Turnpike Associates, Inc. under the laws of the State of Florida, has executed these Articles of Dissolution as of December 31, 2003.

LAKE WORTH TURNPIKE ASSOCIATES, INC.

By: 
Jack Denholtz, President

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TALLAHASSEE, FLORIDA

**UNANIMOUS WRITTEN CONSENT IN LIEU OF A SPECIAL MEETING OF THE
SHAREHOLDERS OF LAKE WORTH TURNPIKE ASSOCIATES, INC.**

The undersigned, constituting the holders of all of the issued and outstanding shares of common stock of Lake Worth Turnpike Associates, Inc., a Florida corporation (the "Corporation"), hereby waive all requirements of notice and, in accordance with Florida Statutes Sections 607.0704 and 607.1402(6), adopt the following resolutions and approve the actions stated therein, in lieu of holding a meeting of the shareholders of the Company:

WHEREAS, the best interests of the Corporation and its shareholders would be served by dissolving the Corporation; it is

RESOLVED, that the Corporation shall be dissolved and its business and assets wound up and liquidated; and

FURTHER RESOLVED, that the Corporation file Articles of Dissolution with the Florida Department of State as soon as practicable, and the officers of the Corporation are authorized and directed to execute such Articles of Dissolution and to take such other actions as may be necessary or desirable to accomplish such filing and the dissolution and liquidation of the Corporation, including the payment of any and all filing or other fees necessary to effect the dissolution of the Corporation.

IN WITNESS WHEREOF, the undersigned have executed this consent in lieu of holding a meeting of shareholders of the Corporation, effective as of December 31, 2003.



Jack Denholtz



Steven J. Denholtz



Stewart F. Denholtz