

-540732

Richard O. Jones, J.D., Ph.D.

Master of Taxes in Taxation

Certified Financial Planner

January 17, 1997

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-01/22/97-01041-004

*****87.50 *****87.50

Certified Mail

Secretary of State
Corporations Division
Capitol Bldg.
Tallahassee, FL 32302-1300

RE: LITTLEFIELD AND WHITWORTH, INC.
Charter Number J40932
D/Inc. - October 29, 1986, D/Amendment - August 27,
1992

Dear Sir:

I enclose original and one duplicate copy of the Articles of Dissolution of the proposed corporation, LITTLEFIELD AND WHITWORTH, Inc. Please file the original, certify the copy and return to us.

Enclosed is a check in the amount of \$87.50 for the following:

1. Filing Fee	\$ 35.00
2. Certified Copy	52.50
Total	\$ 87.50

Thank you for your attention to this matter.

Yours very truly,

Richard O. Jones

ROJ:dc

JAN 27 1997

97 JAN 21 PM 3:25

FILED
SECRETARY OF STATE
DIVISION OF CORPORATION

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JAN 21 PM 3: 25

**ARTICLES OF DISSOLUTION
OF LITTLEFIELD AND WHITWORTH, INC.**

WHEREAS, at a special joint meeting of the shareholders and board of directors of LITTLEFIELD AND WHITWORTH, INC. held on the 15th day of January, 1997 the shareholders and board of directors recommended and adopted a Resolution to dissolve the corporation, said Resolution being set forth as follows:

BE IT RESOLVED that this corporation be dissolved and it is directed that the officers of the corporation are authorized and directed to promptly proceed to execute the requisite Articles of Dissolution in accordance with the laws of the State of Florida.

WHEREAS, the shareholders of the corporation are JEAN ANN LITTLEFIELD and JOHN J. WHITWORTH, and;

WHEREAS, the directors of the corporation are JEAN ANN LITTLEFIELD and JOHN J. WHITWORTH; and

WHEREAS, the said JEAN ANN LITTLEFIELD and JOHN J. WHITWORTH desire to execute Articles of Dissolution dissolving LITTLEFIELD AND WHITWORTH, INC. as a corporation organized under the laws of the State of Florida and having the same cease to exist.

NOW, THEREFORE, in consideration of the premises and in consideration of the benefits to be derived to the shareholders and

corporation by dissolution of the same, said corporation is hereby dissolved.

ARTICLE I

The name of the corporation is LITTLEFIELD AND WHITWORTH, INC.

ARTICLE II

The date of issuance of the Certificate of Incorporation of LITTLEFIELD AND WHITWORTH, INC. was August 27, 1997.

ARTICLE III

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

JEAN ANN LITTLEFIELD 2800 Aurora Rd., Suite C
Melbourne, FL 32935

JOHN J. WHITWORTH 2800 Aurora Rd., Suite C
Melbourne, FL 32935

ARTICLE IV

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

JEAN ANN LITTLEFIELD 2800 Aurora Rd., Suite C
Melbourne, FL 32935

JOHN J. WHITWORTH 2800 Aurora Rd., Suite C
Melbourne, FL 32935

ARTICLE V

All debts, obligations and liabilities of the corporation have been paid or discharged or adequate provision has been made for satisfaction of the same.

ARTICLE VI

All of the remaining property and assets of the corporation have been distributed among its shareholders in accordance with their respective rights and interests.

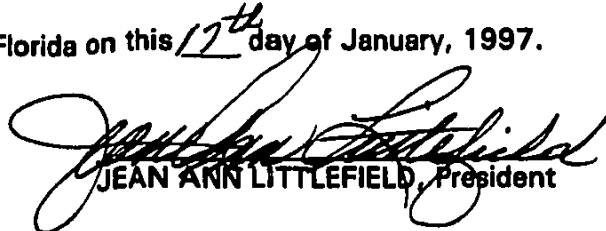
ARTICLE VII

There are no actions pending against the corporation in any court at this time.

ARTICLE VIII

An executed copy of the written consent of the shareholders to dissolve said corporation is attached hereto. This written consent has been signed by all of the owners of all of the issued and outstanding stock of the corporation.

THE FOREGOING ARTICLES OF DISSOLUTION were executed at Melbourne, Florida on this 12th day of January, 1997.


JEAN ANN LITTLEFIELD, President


JOHN J. WHITWORTH, Secretary

Shareholders of the Corporation

**SHAREHOLDER'S CONSENT TO VOLUNTARY
CORPORATE DISSOLUTION**

The undersigned, being all of the shareholders of LITTLEFIELD AND WHITWORTH, INC., a corporation organized and existing under the laws of the State of Florida, hereby consent to the voluntary dissolution of said corporation.

DONE on this 12th day of January, 1997.

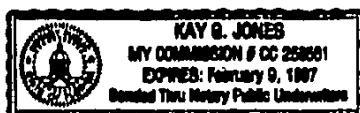

JEAN ANN LITTLEFIELD


JOHN J. WHITWORTH
Shareholders

STATE OF FLORIDA
COUNTY OF BREVARD

I HEREBY CERTIFY that on this day before me, a Notary Public, duly authorized in the State and County named above to take acknowledgments, personally appeared JEAN ANN LITTLEFIELD, to me known to be the person described as President of LITTLEFIELD AND WHITWORTH, INC., and JOHN J. WHITWORTH, to me known to be the person described as Secretary of LITTLEFIELD AND WHITWORTH, INC., who executed the foregoing Articles of Dissolution, and acknowledged before me that they, being fully informed of the contents thereof, subscribed to these Articles of Dissolution voluntarily for and as the act of said corporation and with full authority to so act, on the day the same bears date.

WITNESS my hand and official seal in the County and State named above this 12th day of January, 1997.




Notary Public

STATE OF FLORIDA
COUNTY OF BREVARD

I HEREBY CERTIFY that on this day before me, a Notary Public, duly authorized in the State and County named above to take acknowledgments, personally appeared JEAN ANN LITTLEFIELD and JOHN J. WHITWORTH, to me known to be the persons described as the shareholders of LITTLEFIELD AND WHITWORTH, INC. and who executed the foregoing Articles of Dissolution, and acknowledged before me that they, being fully informed of the contents thereof, subscribed to these Articles of Dissolution voluntarily on the day the same bears date.

WITNESS my hand and official seal in the County and State named above this 17th day of January, 1997.


Notary Public

