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December 11, 1996

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*****35.00 *****35.00

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: FILING OF THE ARTICLES OF DISSOLUTION AND CONSENT OF
THE SHAREHOLDERS OF THE MOORINGS AT POINT O'WOODS, INC.

Dear Sir:

Enclosed are the Articles of Dissolution and Consent of the
Shareholders of The Moorings at Point O' Woods, Inc. to be filed,
along with our check in the amount of \$35.00 for the filing fee
made payable to the Department of State.

Please acknowledge receipt of this letter by returning a copy of
the same to our office.

Thank you for your immediate attention to this matter.
If you have any questions, please notify our office.

Sincerely yours,

Thomas V. Infantino

FILED
DEC 16 AM 10:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TVI:gt

Enc: A/S

I HEREBY ACKNOWLEDGE receipt of the above mentioned documents on
this 12/16/96 day of December 1996.

Updated by	
Verifier	
Acknowledgment	
W.P. Verifier	

ARTICLES OF DISSOLUTION
OF
THE MOORINGS AT POINT O'WOODS, INC.

96 DEC 16 AM 10:48
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of the dissolution of THE MOORINGS AT POINT O'WOODS, INC., under the Florida General Corporation Act hereby files the following Articles of Dissolution:

1. The name of the corporation is THE MOORINGS AT POINT O'WOODS, INC.

2. The name and respective addresses of the officers are as follows:

President: Thomas V. Infantino, Sr.
P.O. Box 2526
Inverness, Florida 34451

Vice President: Frances Infantino
P.O. Box 2526
Inverness, Florida 34451

3. The dissolution of MOORINGS AT POINT O'WOODS, INC. was authorized by unanimous vote of its shareholders, Thomas V. Infantino, Sr. and Frances Infantino at a special meeting held on November 7, 1996.

4. The names and addresses of its directors are:

Thomas V. Infantino, Sr.
P.O. Box 2526
Inverness, Florida 34451

Frances Infantino
P.O. Box 2526
Inverness, Florida 34451

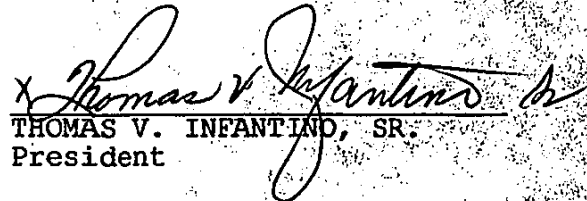
5. That all liabilities and obligations of THE MOORINGS AT POINT O'WOODS, INC. have been paid or discharged.

6. That all the remaining property and assets of THE MOORINGS AT POINT O'WOODS, INC., have been distributed among its shareholders in accordance with rights and interests.

7. That there are no actions pending against THE MOORINGS AT POINT O'WOODS, INC., in any court.

8. That all of the shareholders of THE MOORINGS AT POINT O'WOODS, INC. have entered into a written consent of dissolution, and said written consent has been signed by all shareholders of THE MOORINGS AT POINT O'WOODS, INC.

IN WITNESS WHEREOF we have subscribed our names this 7th day of November, 1996.


THOMAS V. INFANTINO, SR.
President

STATE OF FLORIDA
COUNTY OF

On this 2 day of December, 1996, before me the undersigned person personally appeared, THOMAS V. INFANTINO, SR., President, and known to me to be the person whose name is subscribed to the instrument within and acknowledged that he executed the same for the purposes contained therein. He is personally known to me or produced _____ as identification.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

ANNE C. BECK
Notary Public, State of Florida
My comm. expires Aug. 27, 2000
Comm. No. CC564993


ANNE C. BECK


CONSENT OF THE SHAREHOLDERS

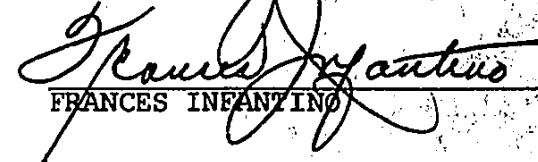
OF THE MOORINGS AT POINT O'WOODS, INC.

The undersigned, being the sole shareholders of THE MOORINGS AT POINT O'WOODS, INC. (the "Corporation"), hereby consent and agree to and authorize the Corporation to take the following actions:

1. To prepare, execute and file articles of dissolution for the Corporation.
2. To take all necessary steps to dissolve the Corporation and to wind up the affairs of the Corporation.

IN WITNESS WHEREOF we have subscribed our names this 7th day of November, 1996.


THOMAS V. INFANTINO, SR.


FRANCES INFANTINO