

J 63533

LAW OFFICES OF

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O'NEILL, MARINE, CARTER & HAFNER, P.A.

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CIVIL TRIAL AND
BUSINESS LITIGATION

**FL BOARD CERTIFIED
ESTATES AND TRUSTS

April 10, 2001

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

700004302447-3
-05/23/01--01072--016
*****43.75 *****43.75

RE: Woodlands of Vero, Inc.

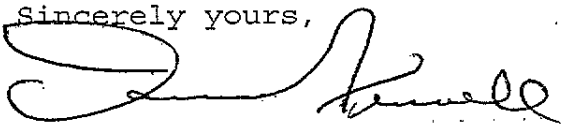
Gentlemen:

Enclosed please find an original and one copy of Articles of Dissolution for Woodlands of Vero, Inc., a Florida corporation. Also enclosed is our check in the amount of \$43.75 representing payment of the following:

\$35.00	filing fee
<u>8.75</u>	certified copy
\$43.75	

After filing, please return to me one certified copy of the articles. Thank you.

Sincerely yours,


Darrell Fennell

DF/pp
Encs.

Cc: Mr. Norman Hensick

FILED
01 MAY 23 PM 3:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF DISSOLUTION

FILED
01 MAY 23 PM 3:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned corporate officer, pursuant to Florida Statute, Chapter 607.1402, hereby and herewith submits these Articles of Dissolution for the following named Florida corporation:

1. The name of the corporation is WOODLANDS OF VERO, INC.

2. That pursuant to Action by Written Consent of Shareholders and Directors dated February 28, 2001, a resolution to dissolve WOODLANDS OF VERO, INC. was unanimously adopted by all of the shareholders and by all of the directors which vote was sufficient for approval.

3. That attached hereto is a copy of the Written Consent of Shareholders and Directors of WOODLANDS OF VERO, INC., which consents to the dissolution of the corporation.

Dated this 6th day of March, 2001.

WOODLANDS OF VERO, INC.,
a Florida corporation

By Norman W. Hensick, Jr.
Norman W. Hensick, Jr.
President

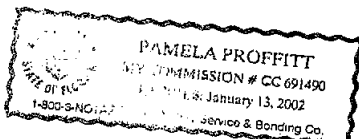
Attest: Elizabeth B. Hensick
Elizabeth B. Hensick
Secretary

STATE OF FLORIDA
COUNTY OF INDIAN RIVER

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the state and county aforesaid to take acknowledgments, personally appeared Norman W. Hensick, Jr. and Elizabeth B. Hensick, well known to me to be the president and secretary, respectively, of WOODLANDS OF VERO, INC., a Florida corporation, that they are personally known to me and executed same freely and voluntarily under authority duly vested in them by said corporation, and that the seal affixed thereto is the true corporate seal of said corporation.

WITNESS my hand and official seal in the county and state last aforesaid, this 6th day of March, 2001.

(SEAL)

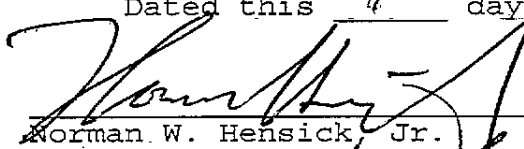


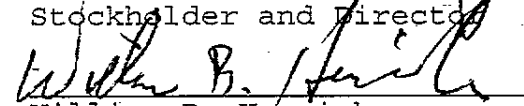
Pamela Proffitt
Notary Public
State of Florida
My commission expires:

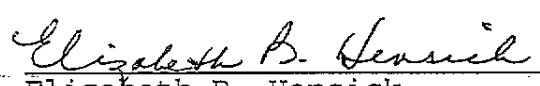
WRITTEN CONSENT OF SHAREHOLDERS AND DIRECTORS
OF WOODLANDS OF VERO, INC. TO
VOLUNTARY DISSOLVE CORPORATION
PURSUANT TO FS 607.1402

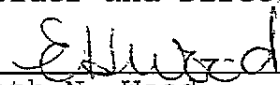
The undersigned, being all of the shareholders and directors of WOODLANDS OF VERO, INC., do hereby consent to the dissolution of WOODLANDS OF VERO, INC., a Florida corporation, under the provisions of Section 607.1402, Florida Statutes, pursuant to the plan of dissolution previously adopted by the corporation on February 28, 2001, and do hereby affirm that the vote approving dissolution was sufficient and unanimous.

Dated this 6th day of March, 2001.


Norman W. Hensick Jr.
Stockholder and Director


William B. Hensick
Stockholder and Director


Elizabeth B. Hensick
Stockholder and Director


Elizabeth N. Wood
Stockholder and Director