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OFFICES IN:

TAMPA
SUN CITY CENTER
LAND O'LAKES

May 22, 2002

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*****25.00 *****25.00

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

Dear Sir or Madam:

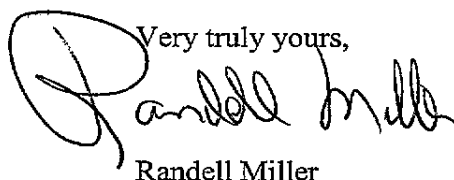
L-16220

Enclosed herein is an original and one copy of the Article of Dissolution and Unanimous Written Agreement of Members for Brooks, Burbano, Engebretson, Miller & Associates, LLC. We have also enclosed our check in the amount of \$25 to cover the filing fee.

We would appreciate your filing the above documents, date stamp the enclosed copy and return them to our office.

W6/5

Thank you for your assistance in this matter.

Very truly yours,

Randell Miller

02 MAY 29 AM 10:31
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

RM/ct
Enclosures
cc: Gordon R. Engebretson

3p

**ARTICLES OF DISSOLUTION
FOR A FLORIDA LIMITED LIABILITY COMPANY**

1. The name of the limited liability company is BROOKS, BURBANO, ENGEBRETSON, MILLER & ASSOCIATES, LLC
2. The effective date of the limited liability company dissolution shall be on May 8, 2002.
3. The limited liability company is being dissolved upon the written consent of all of the members of the limited liability company pursuant to Florida Statute §608.441(1)(c).
4. All debts, obligations, and liabilities of the limited liability company have been paid or discharged.
5. All remaining property and remaining assets have been distributed among its members in accordance with their respective rights and interests.
6. There are no suits pending against the company in any court.

The undersigned representing all of the members of Brooks, Burbano, Engebretson, Miller & Associates, LLC have executed these Articles of Dissolution on the dates indicated hereinbelow.

Michael W. Brooks
Michael W. Brooks

Date: 5/8/02
Gordon R. Engebretson
Gordon R. Engebretson

Date: 5/8/02

Cheryl M. Burbano
Cheryl M. Burbano

Date: 5/8/02
A. Blythe Miller
A. Blythe Miller
Date: 5/8/02

FILED
STATE
SECRETARY OF
DIVISION OF CORPORATIONS
MAY 29 AM 10:32

**UNANIMOUS WRITTEN AGREEMENT OF MEMBERS OF
BROOKS, BURBANO, ENGBRETSON, MILLER & ASSOCIATES, LLC
TO DISSOLVE THE LIMITED LIABILITY COMPANY**

We, the undersigned, being all of the members of Brooks, Burbano, Engbretson, Miller & Associates, LLC, a Florida limited liability company, agree to the voluntary dissolution of the company and authorize and direct A. Blythe Miller to take all steps necessary or appropriate to dissolve the limited liability company pursuant to Chapter 608 of the Florida Statutes.

The undersigned representing all of the members of Brooks, Burbano, Engbretson, Miller & Associates, LLC have executed these Articles of Dissolution on the dates indicated hereinbelow.

Michael W. Brooks
Michael W. Brooks

Date: 5/8/02

Gordon R. Engbretson
Gordon R. Engbretson

Date: 5/8/02

Cheryl M. Burbano
Cheryl M. Burbano

Date: 05/10/02

A. Blythe Miller
A. Blythe Miller

Date: 5/8/02

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
02 MAY 29 AM 10:32