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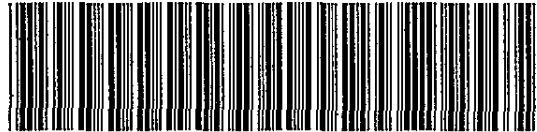
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8/25/04.

Frankel Homes, Inc.

Nuria Frankel, President

telephone # 561-274-8802.

Address: 4200 Tranquility Drive
Highland Beach, Fl. 33487

ARTICLES OF DISSOLUTION

Pursuant to section 607.1403, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST: The name of the corporation is: Frankel Homes, Inc.
ID# 65-021150

SECOND: The date dissolution was authorized: August 24, 2004.

THIRD: Adoption of Dissolution (CHECK ONE)

Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.

Dissolution was approved by vote of the shareholders through voting groups.

The following statement must be separately provided for each voting group entitled to vote separately on the plan to dissolve:

The number of votes cast for dissolution was sufficient for approval by

_____ (voting group)

Signed this 24th day of August, 2004.

Signature: Nuria Frankel
(By the Chairman or Vice Chairman of the Board, President, or other officer)

NURIA FRANKEL
(Typed or printed name)

Director, President / Secretary
(Title)

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