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March 17, 2000

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

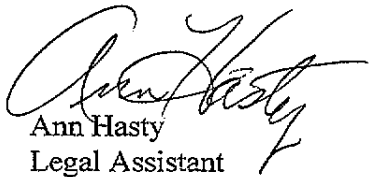
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Re: Palm Development Group of Southwest Florida, L.C.

Gentlemen:

Enclosed herewith please find Articles of Dissolution of the above captioned company for filing, together with our check in the amount of \$35.00 to cover the filing.

Yours truly,


Ann Hasty
Legal Assistant

/ah
enclosures

FILED
00 MAR 29 AM 12:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF DISSOLUTION
OF
PALM DEVELOPMENT GROUP OF SOUTHWEST FLORIDA, L.C.**

ARTICLE ONE
Name

L94-510

The name of the Limited Liability Company is Palm Development Group of Southwest Florida, L.C.

ARTICLE TWO
Effective Date

The effective date of the dissolution is December 31, 1999.

ARTICLE THREE
Termination Occurrence

Pursuant to F.S. 608.441(c), the Limited Liability Company is dissolved upon unanimous consent of all of its Members.

ARTICLE FOUR
Debts and Obligations

Pursuant to F.S. 608.4421, all debts, obligations, and liabilities of the Limited Liability Company have been paid or discharged, or adequate provision made therefore.

ARTICLE FIVE
Distribution of Assets

All remaining assets of the Limited Liability Company, if any, have been distributed among its members in accordance with their respective rights and interests.

ARTICLE SIX
Pending Actions

There are no pending suits against the Limited Liability Company in any court at the time of dissolution.

DATED this 28th day of January, 2000.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**Palm Development Group of Southwest
Florida, L.C.,**
A Florida Limited Liability Company
By: Franklyn Development Co., an Ohio
Corporation authorized to transact business in
the State of Florida as Franklyn Development
Co. of Lee County, Inc., Its Managing
Member

by: Russell F. Berzin, Pres.
Russell F. Berzin, President

STATE OF Ohio
COUNTY OF Lake

The foregoing Articles of Dissolution were acknowledged before me this 29 day of January, 2000, by Russell F. Berzin, President of Franklyn Development Co., who is personally known to me or who has produced driver's license identification.

Lynne A. Frizell
Notary Public

LYNNE A. FRIZELL
Notary Public, State of Ohio
My Commission Expires April 22, 2001
(Recorded in Lake County)

PALM DEVELOPMENT GROUP OF SOUTHWEST FLORIDA, L.C.

UNANIMOUS CONSENT

OF

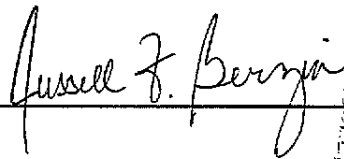
MEMBERS

The undersigned, being all of the Members of Palm Development Group of Southwest Florida, L.C. (the "Company"), do hereby unanimously consent to the dissolution of the Company, pursuant to Florida Statutes and the Articles of Organization of the Company.

Said dissolution shall be effective as of the 31st day of December, 1999.

The Managing Member, Franklyn Development Co., shall be, and hereby is, authorized to take any and all actions necessary to wind up the business of the Company, including executing any and all documents of every nature whatsoever reasonably necessary to terminate the business of the Company.

IN WITNESS WHEREOF, the undersigned have executed this Consent as of the 31st day of December, 1999.



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00 MAR 29 AM 12:29
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TALLAHASSEE, FLORIDA