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

August 6, 1999

FILED
99 AUG 16 AM 10:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: Dissolution of Maureen Associates, Inc. d/b/a Sunshine Sales

Gentlemen:

Enclosed are the original and one copy of the Articles of Dissolution of Maureen Associates, Inc. d/b/a Sunshine Sales, together with a check in the amount of \$35.00 to cover the filing fees. Please file the original articles of dissolution and return a date stamped copy to me at your earliest convenience.

Thank you for your assistance in this matter.

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-08/16/99-01107--002

Very truly yours, *****35.00 *****35.00

Brady & Brady, P.A.

By: Frank Brady
Frank R. Brady, Esq.

Diss
8-24-99
JCS

FRB/nb
enclosures

ARTICLES OF DISSOLUTION OF
MAUREEN ASSOCIATES, INC.

FILED

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The undersigned, for the purpose of dissolving a corporation under
pursuant to section 607.1402, Florida Statutes, hereby adopts the following
Articles of dissolution:

ARTICLE ONE

The name of this corporation is MAUREEN ASSOCIATES, INC.

ARTICLE TWO

The date the dissolution was authorized by the Board of Directors was
February 12, 1999 and the date the question of dissolution of the corporation was
submitted to the shareholders for their vote in accordance with the procedures
prescribed by § 607.1402, Florida Statutes was February 19, 1999.

The date the dissolution was voted upon and authorized by the
shareholders was February 19, 1999.

ARTICLE THREE

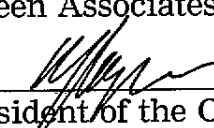
The number of shares cast on the question of dissolution was sufficient for
approval, and the number of shares voting in favor of dissolution was sufficient
for dissolution.

ARTICLE FOUR

These articles of dissolution shall take effect on February 19, 1999, which
is the date of their approval by vote of a majority of the shares of stock of the
corporation issued and outstanding.

IN WITNESS WHEREOF, the undersigned president of the Corporation has
hereunto set his hand this 30 day of March, 1999 in accordance with the written
direction to do so of the board of directors of the Corporation and the registered
owners of a majority of the shares of stock of the corporation issued and
outstanding.

Maureen Associates, Inc.

By: 
President of the Corporation

R. Jordan Sopoun

UNANIMOUS WRITTEN CONSENT OF SHAREHOLDERS APPROVING THE
ADOPTION OF A PLAN OF COMPLETE LIQUIDATION
AND WIND-UP OF BUSINESS AND AFFAIRS

The undersigned, being the registered owners of or persons legally authorized to vote all shares of common stock of Maureen Associates, Inc. d/b/a Sunshine Sales ("the Corporation") in accordance with § 607.0704, Florida Statutes, hereby memorialize and confirm their actions taken to approve the dissolution of the corporation in accordance with § 607.1402, Florida Statutes, adopting a plan of dissolution, and other matters incidental to the foregoing:

Witnesseth:

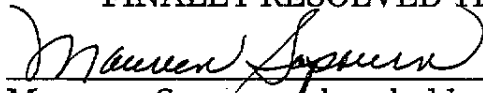
Whereas, the Board of directors of the Corporation, at a meeting held on February 12, 1999, adopted resolutions approving a plan for the complete liquidation and dissolution of the Corporation and recommending the submission of the question of the dissolution of the corporation to a vote of shareholders at a special meeting of shareholders; and

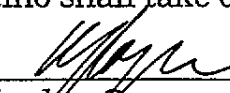
Whereas, the plan of dissolution, articles of dissolution and reasons for dissolution having been presented to and considered by the shareholders at the special meeting of shareholders held on February 19, 1999, and the holders of more than a majority of the outstanding shares of the Corporation having voted to approve the voluntary dissolution of the Corporation, adoption of the plan of complete liquidation and wind-up of the business and affairs of the Corporation and articles of dissolution attached hereto; it is hereby

RESOLVED THAT the voluntary dissolution of the Corporation is approved by the shareholders, and that the attached plan of complete liquidation and wind-up of the affairs of the Corporation is approved in its entirety; and it is hereby

RESOLVED, FURTHER, THAT the officers of the Corporation are directed to cease carrying on any further business of the Corporation, except that which is necessary or appropriate to execute and file the Articles of Dissolution attached hereto with the Florida Division of Corporations in the manner prescribed by § 607.1403, Florida Statutes, and to wind up and liquidate the Corporation's assets, business and affairs pursuant to the attached Plan of Complete Liquidation and Wind-Up of Business and Affairs; and it is hereby

FINALLY RESOLVED THAT this resolution shall take effect immediately.


Maureen Sopourn, shareholder


R. Jordan Sopourn, shareholder