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•BOARD CERTIFIED (CIVIL LITIGATION)
*BOARD CERTIFIED (BUSINESS LITIGATION)

January 17, 2002

Secretary of State
Division of Corporations
Bureau of Corporate Records
409 E. Gaines Street
Tallahassee, FL 32301

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-01/22/02--01128--017
*****25.00 *****25.00

Re: Property Group, Inc.
Mortgage Acquisition Partners of Orange County, L.L.C.


Gentlemen:

Enclosed are original Articles of Dissolution for each of the referenced entities which need to be filed with your office. Checks in the amounts of \$25.00 and \$35.00 are also enclosed representing the filing fee for the corporation and the limited liability company, respectively.

Please call my office if you have any questions. Thank you for your assistance.

Very truly yours,

GRAHAM, BUILDER, JONES, PRATT & MARKS, LLP


J. Lindsay Builder, Jr.

JLBjr/vdm
Enclosures

FILED
02 JAN 22 PM 1:13
SECRETARY OF STATE
TALLAHASSEE, FL 32301
L99-831
OK

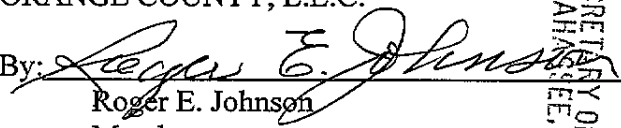
ARTICLES OF DISSOLUTION
of
MORTGAGE ACQUISITION PARTNERS OF ORANGE COUNTY, L.L.C.
(Document No. L99000000831)

Pursuant to Section 608.441, *Florida Statutes*, the undersigned limited liability company (the "Company") adopts these Articles of Dissolution.

1. The name of the Company is MORTGAGE ACQUISITION PARTNERS OF ORANGE COUNTY, L.L.C.
2. Dissolution of the Company was authorized by written consent of all the Members on December 31, 2001.
3. All debts, obligations and liabilities of the Company have been paid or discharged.
4. All remaining property and assets have been distributed among the Members in accordance with their respective rights and interests.
5. There are no suits pending against the Company in any court.

MORTGAGE ACQUISITION PARTNERS OF
ORANGE COUNTY, L.L.C.

By:


Roger E. Johnson
Member

By:


Frances Johnson
Member

02 JAN 22 PM 1:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED