



THE UNITED STATES
CORPORATION
COMPANY

M53220

ACCOUNT NO. : 072100000032

REFERENCE : 343939 4379232

AUTHORIZATION *Patricia Pijeta*

COST LIMIT : \$ 35.00

ORDER DATE : April 25, 1997

ORDER TIME : 10:04 AM

ORDER NO. : 343939-035

000002154970--4

CUSTOMER NO: 4379232

CUSTOMER: Ms. Hannah Wilson
Atlantic Gulf Communities
9th Floor
2601 South Bayshore Drive
Miami, FL 33133

DOMESTIC FILINGS

NAME: UTILITY MANAGEMENT SERVICE,
INC.

XX ARTICLES OF DISSOLUTION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS: _____

FILED
91 APR 25 PM 1:46
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

*VDLS
DEC
4/25*

ARTICLES OF DISSOLUTION OF
UTILITY MANAGEMENT SERVICE, INC.,
A FLORIDA CORPORATION

FILED
97 APR 25 PM 1:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I: NAME

The name of the corporation is UTILITY MANAGEMENT SERVICE, INC., a Florida corporation.

ARTICLE II: DATE DISSOLUTION WAS AUTHORIZED

The dissolution of this Corporation was authorized by written consent of its Sole Shareholder on April 21, 1997.

ARTICLE III: VOTES CAST FOR DISSOLUTION

The number of votes cast by written consent for dissolution was unanimous, and thus sufficient for approval. Voting by groups is not required, as there is only one shareholder.

ARTICLE IV: EFFECTIVE DATE OF DISSOLUTION

The effective date of dissolution shall be April 21, 1997.

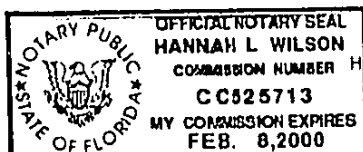
By: John H. Fischer
John H. Fischer, Vice President

State of Florida
County of Dade

The foregoing Articles of Dissolution of UTILITY MANAGEMENT SERVICE, INC., a Florida corporation, were acknowledged before me this 21st day of April, 1997, by John H. Fischer, Vice President of Atlantic Gulf Communities Corporation, a Delaware corporation. He is personally known to me.

My Commission Expires:

Hannah L. Wilson
Hannah L. Wilson, Notary Public



HASHARED\LEGAL\WILSON\CORPORAT DOC\DISSOLUTUT-MANAG.WPD