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ANN HILL/SMITH & THOMPSON, P.A.

(Requestor's Name)

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(Address)

Tallahassee, Florida 32308 893-4105

(City, State, Zip) (Phone #)

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TALLAHASSEE, FLORIDA

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known): 500002191785-6
-05/27/97-01082--011
*****35.00 *****35.00

1. American Heritage, Inc.
(Corporation Name)

(Document #)

2. _____
(Corporation Name)

(Document #)

3. _____
(Corporation Name)

(Document #)

4. _____
(Corporation Name)

(Document #)

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Profit	
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Limited Liability	
Domestication	
Other	

AMENDMENTS	
Amendment	
Resignation of R.A. Officer/Director	
Change of Registered Agent	
<input checked="" type="checkbox"/> Dissolution/Withdrawal	
Merger	

OTHER FILINGS	
Annual Report	
Fictitious Name	
Name Reservation	

REGISTRATION/ QUALIFICATION	
Foreign	
Limited Partnership	
Reinstatement	
Trademark	
Other	

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X64789
Examiner's Initials

ARTICLES OF DISSOLUTION PURSUANT TO SECTION 607.1403
OF THE FLORIDA BUSINESS CORPORATION ACT OF
AMERICAN HERITAGE, INC.

To: Department of State Date Paid _____
Tallahassee, Florida 32314 Filing Fee \$

Pursuant to the provisions of Section 607.1403 of the Florida Business Corporation Act, the undersigned corporation adopts the following articles of dissolution for the purpose of dissolving the corporation:

1. The name of the corporation is AMERICAN HERITAGE, INC.
2. The name and respective address of the officer of the corporation is as follows:

<u>NAME</u>	<u>ADDRESS</u>	97 MAY SECURE TALLAHASSEE 323312 FILE
Kevin Scott Webster	3724 Pine Tip Road Tallahassee, Florida	

3. The name and address of the director of the corporation
is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Kevin Scott Webster	3724 Pine Tip Road Tallahassee, Florida 32312

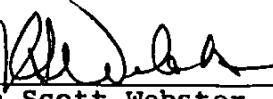
4. Dissolution was authorized on May 20, 1997.
5. The number of votes cast for dissolution was sufficient for approval.
6. Adequate provision has been made for the payment of all of the liabilities and obligations of the corporation.
7. All the property and assets of the corporation remaining after the payment of all debts, obligations, and liabilities of the corporation, will be distributed to its sole shareholder in accordance with his respective rights and interests.

8. Adequate provision has been made for the satisfaction of any judgment, order, or decree, which may be entered against the corporation in any pending actions or proceedings.

9. The corporation elected to dissolve by written consent of its sole shareholder, and such written consent has been signed by the sole shareholder of the corporation. A copy of the written consent is attached to these articles.

Dated May 26, 1997.

American Heritage, Inc.
By:



Kevin Scott Webster
Sole Shareholder
President

STATE OF FLORIDA
COUNTY OF LEON

The foregoing instrument was acknowledged before me this 20th day of May, 1997 by Kevin Scott Webster, who is personally known to me/presented NA as identification and who did not take an oath.



NOTARY PUBLIC

I:\JONNH\DISSOLVE



ANNIE R. HILL
MY COMMISSION # CC393517 EXPIRES
November 19, 1998
BONDED THRU TROY FARM INSURANCE, INC.

WRITTEN CONSENT OF SOLE SHAREHOLDER
TO VOLUNTARY DISSOLUTION OF
AMERICAN HERITAGE, INC.

I, Kevin Scott Webster, being the sole shareholder of American Heritage, Inc., a Florida corporation, consent to the voluntary dissolution of the corporation and authorize and direct the appropriate officers of the corporation to take all steps necessary or appropriate to carry out the intent of this resolution.

DATED May 20, 1997



Kevin Scott Webster
Sole Shareholder of
American Heritage, Inc.