

STEEL
HECTOR
& DAVIS
INTERNATIONAL™

April 25, 2002

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

Re: The Burnham Family Foundation, Inc.
EIN: 59-3655844
Our File No.: 69605.583

Steel Hector & Davis LLP
Collier Place I
3003 Tamiami Trail North
Suite 300
Naples, Florida 34103-2714
941.430.1800
941.430.1840 Fax
www.steelhector.com

Richard S. Franklin
Of Counsel
941.213.4046
rfranklin@steelhector.com

Dear Representative:

Enclosed for filing are Articles of Dissolution of The Burnham Family Foundation, Inc., EIN 59-3655844. Also enclosed is The Burnham Family Foundation, Inc. Action of Board of Directors. A check made payable to Florida Department of State in the amount of \$35.00 is enclosed for this purpose.

If you have any questions or require anything further, please do not hesitate to contact us.

Sincerely,

Richard S. Franklin
Richard S. Franklin

Enclosures

FILED
02 APR 29 PM 12:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF DISSOLUTION

FILED

OF

02 APR 29 PM 12:09

THE BURNHAM FAMILY FOUNDATION, INC. SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, The Burnham Family Foundation, Inc., a Florida not for profit corporation, desires to dissolve its corporate status pursuant to Section 617.1401, Florida Statutes, and hereby states as follows:

- FIRST:** The name of the corporation is The Burnham Family Foundation, Inc., a Florida not for profit corporation (hereinafter referred to as the "Corporation").
- SECOND:** The Articles of Incorporation were filed on June 21, 2000.
- THIRD:** The Corporation has not commenced to conduct its affairs.
- FOURTH:** No debts of the Corporation remain unpaid.
- FIFTH:** The dissolution was authorized by a majority of the directors.

Signed this 22nd day of April, 2002.

The Burnham Family Foundation, Inc.,
a Florida not for profit corporation

By: John A. Burnham, Jr.
John A. Burnham, Jr., President and Director

THE BURNHAM FAMILY FOUNDATION, INC.

ACTION OF BOARD OF DIRECTORS

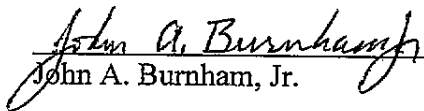
Pursuant to Section 617.1401 of the Florida Not For Profit Corporation Act, the undersigned directors, being a majority of the directors of the Board of Directors of THE BURNHAM FAMILY FOUNDATION, INC., a Florida not for profit corporation (the "Corporation"), in their capacity as said directors, do hereby authorize, approve and consent to the following action:

RESOLVED, that the Corporation, having never been funded or commenced to conduct its affairs, be voluntarily dissolved, immediately and unconditionally.

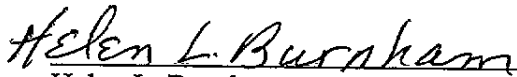
ADOPTED, CONSENTED AND AGREED TO as of the last date shown opposite each of the signatures below:

Signature of Director


Date of Signature


John A. Burnham, Jr.

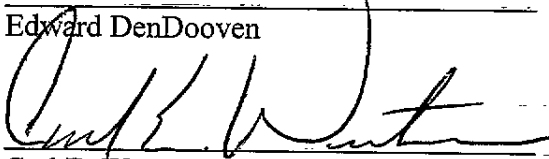
April 22, 2002


Helen L. Burnham

April 22, 2002


Edward DenDooven

April 22, 2002


Carl E. Westman

April 22, 2002