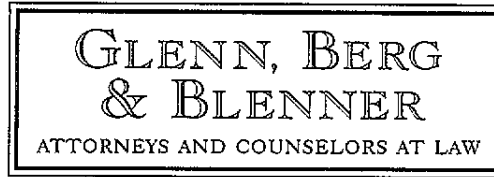


- BARRY M. GLENN
- PAUL E. BERG
- WALTER W. BLENNER



2708 Alternate 19 N., Suite 701
Palm Harbor, Florida 34683
Telephone: (727) 786-5866
Fax: (727) 784-3263

• Also Admitted in Colorado

REPLY TO PALM HARBOR

N980000001592

April 25, 2000

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*****35.00 *****35.00

Secretary of State-Div. of Corp.
Corporate Records Bureau
P.O. Box 6327
Tallahassee, FL 32314

Re: **ARTICLES OF DISSOLUTION OF ST. RAPHAEL, INC. AND
MINUTES OF THE SPECIAL MEETING OF THE BOARD OF
DIRECTORS**

Dear Sir or Madam:

Enclosed herein, please find an original and one copy Articles of Dissolution of the above referenced corporation, as well as the original and a copy of the Minutes of the Special Meeting of the Board of Directors for filing. Please return the copies to our office.

We are also enclosing our law firm check in the amount of \$35.00 to cover the cost of filing these Articles.

If you have any further questions or comments, please do not hesitate to contact me directly.

Very truly yours,

GLENN, BERG & BLENNER

W. Blenner

By: Walter W. Blenner

Enclosure

cc: Ms. Erine Koulianos

*Diss
5-5-00
DAS*

FILED
00 APR 27 AM 9:10
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

FILED

00 APR 27 AM 9:10

ARTICLES OF DISSOLUTION

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OF

ST. RAPHAEL, INC.

1. The name of this corporation is ST. RAPHAEL, INC., which was duly incorporated on March 13, 1998, by the State of Florida.

2. The name, title and post office address of each of the Officers of the corporation are as follows:

ERINE M. KOULIANOS
516 West Cedar Street
Tarpon Springs, FL 34689

President, Secretary, Treasurer

3. The name and post office address of each of the Directors are as follows:

ERINE M. KOULIANOS
516 West Cedar Street
Tarpon Springs, FL 34689

Director

4. All debts, obligations and liabilities of this Corporation have been paid or discharged.

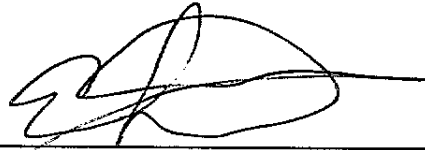
5. All of the remaining property, cash and assets of the Corporation have been distributed among its shareholders according to their respective rights and interests.

6. There are no actions pending against the Corporation.

7. The Corporation has elected to dissolve pursuant to a special meeting of its shareholders and directors. A true copy of the minutes of the special meeting of shareholders and directors, the waiver of notice, and ratification of the minutes are attached hereto and incorporated by reference as "Composite Exhibit A".

IN WITNESS WHEREOF, the undersigned has executed these Articles of Dissolution on this
____ day of March, 2000, in Pinellas County, Florida.

By: _____

A handwritten signature in black ink, appearing to be 'ERINE M. KOULIANOS', written over a horizontal line.

ERINE M. KOULIANOS, President