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LAW OFFICES
FRED L. FULMER
PROFESSIONAL ASSOCIATION
1322 SOUTH EAST THIRD AVENUE
FORT LAUDERDALE, FLORIDA 33316

TELEPHONE (954) 763-1052
FACSIMILE (954) 462-3861

August 22, 2000

~~July 28, 2000~~

Office of the Secretary of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

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

Re: Floridian Property Management, Inc.

Dear Sir/Madam:

Enclosed please find the Articles of Dissolution by Directors of Floridian Property Management, Inc. and Floridian Property Management, Inc. Written Consent of Sole Stockholder and Director for filing.

Thank you for your attention in this regard.

Very truly yours,



FRED L. FULMER

FLF:slf
Enclosures

Enclosed, please find check # 8
the amount of \$35.00.

Thank you.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

8-24-00
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ARTICLES OF DISSOLUTION BY DIRECTORS OF
FLORIDIAN PROPERTY MANAGEMENT, INC.

To: Department of State
Tallahassee, FL 32314

Date paid: January, 2000
Filing Fee: \$

Pursuant to the provision of Section 607.1401 of the Florida Business Corporation Act, the undersigned, being the sole director of the corporation adopts the following articles of dissolution:

1. The name of the corporation is FLORIDIAN PROPERTY MANAGEMENT, INC.
2. The date of filing of its articles of incorporation is January 12, 2000.
3. None of the corporation's shares have been issued and the corporation has not commenced business.
4. The corporation has no assets.
5. No debts of the corporation remain unpaid.

DATED: JUNE 17, 2000

By Carol W. Scott
CAROL W. SCOTT,
President

STATE OF FLORIDA

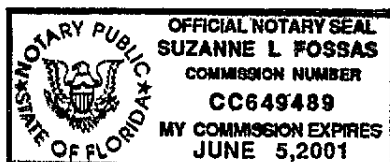
SS

COUNTY OF

The foregoing instrument was acknowledged before me this 17th day of June, 2000, by CAROL W. SCOTT, who [X] is personally known to me or who [] has produced _____ as identification.

Suzanne L. Fossas
Notary Public, State of Florida

My Commission Expires: -



FLORIDIAN PROPERTY MANAGEMENT, INC.
WRITTEN CONSENT OF SOLE STOCKHOLDER AND DIRECTOR

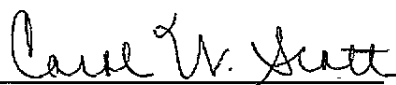
The above named Florida Corporation was formed by the filing of Articles of Incorporation on January 12, 2000, in the office of the Secretary of State in Tallahassee, Florida, and is at this time active and in good standing. Due to the fact that the officers and directors were in day to day contact with each other and the stockholders, no formal meetings were held and no minutes were recorded documenting the actions taken since January 12, 2000. Carol W. Scott now deems it in the best interest of the Corporation and all concerned that corporate minute book be brought current in order to document and ratify all important actions taken by the directors, officers and stockholders of the Corporation from January 12, 2000, to the present time and to acknowledge the death of Wallace R. Scott on March 3, 2000. Consequently the undersigned hereby approves of the following resolution:

RESOLVED, that the following acts be and are hereby ratified and confirmed:

1. That Carol W. Scott, as surviving spouse and heir, has 100% interest in the corporation.
2. That Carol W. Scott is currently the sole director of the Corporation.
3. That the following persons constitute the present officers of the Corporation:

President:	Carol W. Scott
Secretary:	Carol W. Scott
Treasurer:	Carol W. Scott
4. That all acts of the officers, directors and stockholders from January 12, 2000, to the present date be and they hereby are ratified and confirmed in all respects.

DATED: JUNE 17, 2000


CAROL W. SCOTT

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA