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Uo/d's

V. SHEPARD JUL 7 2000

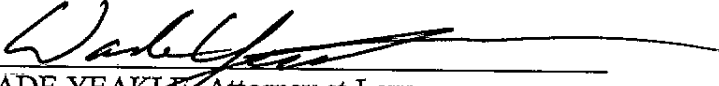
DISSOLUTION OF CORPORATION
PURSUANT TO FLORIDA STATUTE § 607.1401

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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A First Rate Mortgage Funding Corporation, by and through its sole incorporator, hereby files Notice of Dissolution of said corporation pursuant to Florida Statute §607.1401, as follows.

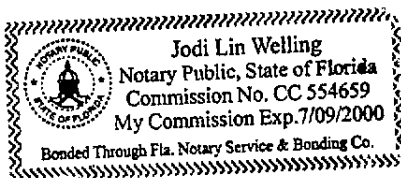
1. The name of the corporation is A FIRST RATE MORTGAGE FUNDING CORPORATION, Document Number P000000190117.
2. This corporation's Articles of Incorporation were filed on January 24, 2000.
3. None of this corporation's shares have been issued.
4. No debt of the corporation remains unpaid.
5. Since no shares were issued, there are no net assets of the corporation remaining after winding up to be distributed to shareholders.
6. The undersigned as sole incorporator of this corporation has authorized its dissolution.

DATED this 14th day of June, 2000.


WADE YEAKLE, Attorney at Law
Sole Incorporator of
A FIRST RATE MORTGAGE FUNDING CORPORATION

STATE OF FLORIDA
COUNTY OF PINELLAS

SWORN TO and subscribed before me this 14th day of June, 2000 by Wade Yeakle who is personally known to me.




Notary Public
State of Florida
My commission expires: