Taw os 20000 66 Gapolis No. KNIGHT LLP Bethosda Orlando

1499 South Harbor City Boulevard, Suite 201 Molbourne, Florida 32901

321-951-1776 FAX 321-951-1849 www.hklaw.com Bethosda Orlando
Boston Providence
Bradenton St. Petersburg
Chicago San Antonio
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Tokyo

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October 10, 2002

CLIFTON A. MCCLELLAND, JR. 321-951-1776 cmcclell@hklaw.com

Corporate Records Bureau Division of Corporations Department of State Post Office Box 6327 Tallahassee, FL 32301

-10/14/02--01076--018 \*\*\*\*\*35.00 \*\*\*\*\*35.00

Re:

HOMES WITH A HEART, INC.

Dear Sir:

Enclosed herewith are Articles of Dissolution of the subject corporation which was effective October 3, 2002. Also enclosed is a check in the amount of \$35.00 for filing same. Thank you.

Respectfully,

HOLLAND & KNIGHT LLP

Cipe a. m. Cemo, 4

Clifton A. McClelland, Jr.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CAM/tah Enclosures

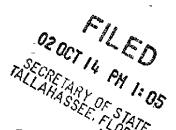
MEL1 #478309 v1

Sissolution

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## HOMES WITH A HEART, INC. ARTICLES OF DISSOLUTION



Pursuant to 607.1403, Florida Statutes, this Florida profit corporation submits the following Articles of Dissolution:

FIRST: The name of the corporation is HOMES WITH A HEART, INC.

SECOND: The shareholders of the company approved the dissolution of

the company on October 3, 2002, and the effective date of

the dissolution is October 3, 2002.

THIRD: The number of votes cast by the shareholder of the company

for dissolution was sufficient for approval of that action.

There is a single shareholder and, voting by voting groups is

not required for dissolution.

HOMES WITH A HEART, INC.

Richard W. Hawkes, President

MEL1 #478300 v1