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(Business Entity Name)

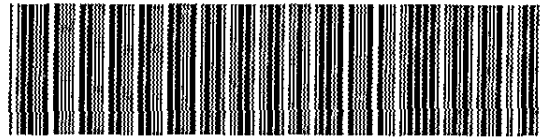
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Ps 12/4/02
D/S

SIESKY, PILON & WOOD

a partnership of professional associations

ATTORNEYS AT LAW

JAMES A. PILON, P.A.
Board Certified Real Estate Attorney
SIESKY & WOOD, P.A.
JAMES H. SIESKY
DOUGLAS A. WOOD

SUITE 201, THE FAIRWAY BUILDING
1000 TAMiami TRAIL NORTH
NAPLES, FLORIDA 34102-5481

PATRICIA J. POTTER

November 20, 2002

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

Re: Off Main, Inc.

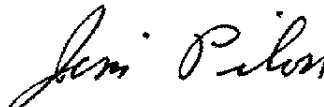
Ladies:

Enclosed for filing for the above-referenced corporation, please find the Articles of Dissolution of Off Main, Inc., along with our check in the amount of \$35.00 to cover the fee.

Thank you for your assistance in this matter.

Sincerely,

SIESKY, PILON & WOOD



James A. Pilon

JAP/hno
Enclosures

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF DISSOLUTION

OF

OFF MAIN, INC.

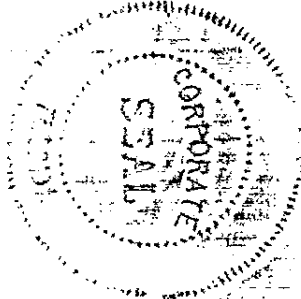
On the 18th day of October 2002 by resolution duly adopted, the Board of Directors of Off Main, Inc., a Florida Corporation, recommended to the Shareholders of the Corporation that the Corporation dissolve on or before October 31, 2002.

On the 18th day of October 2002, by a unanimous vote, the Shareholders voted in agreement with the recommendation of the Board of Directors to dissolve the Corporation and to authorize the Officers of the Corporation to take all actions necessary to dissolve the Corporation, including the filing of Articles of Dissolution with the Florida Secretary of State.

THEREFORE, pursuant to the recommendation of the Board of Directors and on the unanimous vote of the Shareholders, effective the 31st day of October 2002 Off Main, Inc. is hereby dissolved.

Off Main, Inc.

(Corporate Seal)



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By: _____

James H. Gorman, President

A handwritten signature in black ink, appearing to read "J. H. Gorman", written over a horizontal line.

RESOLUTION OF DISSOLUTION

OF

OFF MAIN, INC.

A meeting of the Shareholders of Off Main, Inc. was held on the 18th day of October 2002 pursuant to notice duly given. At said meeting, at which a quorum was present, and upon the unanimous recommendation of the Board of Directors, Shareholder James H. Gorman moved that the Corporation dissolve and that the appropriate officers be empowered to take all necessary actions to facilitate the dissolution, including the filing of Articles of Dissolution with the Florida Secretary of State. After discussion, on motion duly made and seconded, the Shareholders unanimously voted to approve dissolution as soon as appropriate and practical.

There being no further business before the meeting, the meeting, on motion duly made and seconded, was adjourned.

Off Main, Inc.

By: _____

James H. Gorman, President

RESOLUTION RECOMMENDING DISSOLUTION

OF

OFF MAIN, INC.

A meeting of the Board of Directors of Off Main, Inc. was held on the 18th day of October 2002, pursuant to notice duly given. At said meeting, at which a quorum was present, Director James H. Gorman stated for the record that the purposes for the existence of the company having been fulfilled, it was appropriate that the board recommend to the Corporation's Shareholders that the Corporation dissolve. There being no discussion, on motion duly made and seconded, the Board unanimously voted to recommend to the Shareholders of the Corporation that the Corporation dissolve on or before October 31, 2002.

There being no further business before the meeting, the meeting, on motion duly made and seconded, was adjourned.

Off Main, Inc.

By: _____

James H. Gorman, President