

P92000011980

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NA 2/24/03

ERNEST L. MASCARA, P.A.
Law Offices

Kress Building
Suite M-8
475 Central Avenue
St. Petersburg, FL 33701

P.O. Box 266
St. Petersburg, FL 33731
Tel: (727) 896-1200
Fax: (727) 896-1202

February 18, 2003

Via UPS - Next Day Air

Ken Detzner
Florida Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

Re: Arbutus Holdings (Florida), Inc.

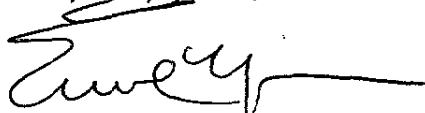
Dear Mr. Detzner:

Please find enclosed the Articles of Dissolution of Arbutus Holdings (Florida), Inc. Also, please find a check in the amount of \$43.75, made payable to Department of State, which should cover the fees for Dissolution (\$35.00) and a certified copy (\$8.75).

Please make sure that this Dissolution is filed as soon as possible.

Please send the certified copy requested directly to me at the above address as soon as possible. If you have any question or need anything else, please don't hesitate to call me directly.

Very truly yours,



Ernest L. Mascara

Enclosures as noted

ELM/lmn

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF DISSOLUTION

FOR

ARBUTUS HOLDINGS (FLORIDA), INC.

The undersigned, being all of the directors of Arbutus Holdings (Florida), Inc., a Florida corporation, do hereby adopt and file on behalf of Arbutus Holdings (Florida), Inc. the following Articles of Dissolution:

ARTICLE I - NAME

The name of the Corporation is **ARBUTUS HOLDINGS (FLORIDA), INC.** (the "Corporation")

ARTICLE II - DATE OF FILING

The date of filing of the Articles of Incorporation for the Corporation was on December 15, 1992 and the document number of the Corporation is P92000011980.

ARTICLE III - DISSOLUTION OF CORPORATION

The dissolution of the Corporation was authorized and approved unanimously by the directors and shareholders of the Corporation on January 1, 2003. The effective date of the dissolution of the Corporation shall be when these Articles of Dissolution are filed with the Florida Secretary of State.

ARTICLE IV - UNANIMOUS CONSENT

The unanimous consent of the shareholders and directors of the Corporation authorizing the dissolution of the Corporation is attached to these Articles of Dissolution.

ARTICLE V - DEBTS

No debts of the Corporation remain unpaid.

IN WITNESS WHEREOF, all of the directors of the Corporation

have executed these Articles of Dissolution which was effective on
February 10, 2003. --


Richard Carson, Director

ACTION BY WRITTEN CONSENT IN LIEU OF SPECIAL MEETING
OF THE BOARD OF DIRECTORS AND SHAREHOLDERS OF
ARBUTUS HOLDINGS (FLORIDA), INC.

The undersigned, being all of the members of the Board of Directors of Arbutus Holdings (Florida), Inc. (the "Corporation") and the sole shareholder of the Corporation, do hereby take and adopt, pursuant to Chapter 607, Florida Statutes, and do hereby submit the following statement of intent to dissolve the Corporation upon written consent of all of its directors and shareholders:

1. The name of the Corporation is Arbutus Holdings (Florida), Inc., a Florida corporation.

2. All of the members of the Board of Directors of the Corporation and the sole shareholder of the Corporation, hereby authorize the dissolution of the Corporation, acting in accordance with Chapter 607, Florida Statutes.


The foregoing constitutes a complete record of the actions taken and adopted by all of the members of the Board of Directors and shareholders of the Corporation on the 10th day of February, 2003.



RICHARD CARSON, Director

SOLE SHAREHOLDER:

ARBUTUS REAL ESTATE LTD.
a Canadian corporation

By: _____
Its _____ President

(CORPORATE SEAL)