

P92000013670

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CHRISTINE MARCHAND, LL.B.
Notaire au Québec

April 15, 1998

Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: **BRFI, Inc.**

100002494221--0
-04/20/98-01122--025
*****87.50 *****87.50

Dear Sir or Madam:

Please find enclosed an original and one copy of the Articles of Voluntary Dissolution of BRFI, Inc., along with a check in the amount of \$87.50. Please send back a certified copy of the Articles of Voluntary Dissolution as soon as possible in the envelope provided.

Sincerely,



Robert A. Eisen

RAE/ln
enclosures

FILED
98 APR 29 AM 8:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ALL MAY 7 1998



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

April 24, 1998

ROBERT A. EISEN, ESQ.
LAW OFFICE EISEN & WILLITS
299 CAMINO GARDENS BVD., SUITE 204
BOCA RATON, FL 33432

SUBJECT: BRFI, INC.
Ref. Number: P92000013670

We have received your document for BRFI, INC. and check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The copy of the shareholder approval was not attached to the dissolution.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6905.

Thelma Lewis
Corporate Specialist Supervisor

Letter Number: 598A00022287

ARTICLES OF VOLUNTARY DISSOLUTION OF
BRFI, INC.

FILED
98 APR 29 AM 8:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BRFI, INC., (the "Corporation"), in accordance with Section 607.1403, Florida Statutes,
states:

1. The name of the Corporation is BRFI, INC.
2. Dissolution of the Corporation was authorized at a meeting of the shareholders on March 16, 1998. A copy of the shareholder approval of the dissolution is attached. The number of shareholders who voted for dissolution of the Corporation was sufficient.
3. All debts and obligations of the Corporation have been satisfied.
4. Dissolution of the Corporation shall be effective upon acceptance of these Articles by the Secretary of State.

These Articles of Voluntary Dissolution have been signed by the President and Secretary of the Corporation the day and date indicated below.

BRFI, INC.

By: Lillian M. Atwell
Lillian M. Atwell,
President and Secretary

Date: April 9/98

BRFI, INC.
CONSENT OF SHAREHOLDERS TO LIQUIDATE
THE COMPANY AS AT MARCH 16, 1998

The undersigned, being the sole shareholder of BRFI, INC., (the "Corporation") hereby adopts the following resolutions to be effective as if adopted at a duly held special meeting of the shareholders of the Corporation held on this date:

Date of Meeting - March 16, 1998

BE IT RESOLVED THAT: The Corporation shall liquidate and dissolve pursuant to the following Plan of Liquidation and Dissolution:

1. Transfer of Assets: The Corporation's assets shall be distributed on or before March 16, 1998, subject to its liabilities, in cancellation of its stock, to Burlington Riviera Construction Limited as the owner of all of the issued and outstanding shares.
2. Dissolution: The officers of the Corporation are authorized to take all appropriate necessary action to dissolve the Corporation pursuant to the Laws of Florida.

Dated March 16, 1998.

BURLINGTON RIVIERA CONSTRUCTION
LIMITED

By: Lillian M. Atwell
Lillian M. Atwell, President