

SIMPSON & ANDERSON

KURT ANDREW SIMPSON, P. A.
BRUCE R. ANDERSON, JR., P. A.

P92000014756

ATTORNEYS AT LAW

December 27, 1996

Office in South
35 South Third Street
Jacksonville Beach, Florida 32250
(904) 249-1779
Fax (904) 249-1779

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-12/30/96--01084--021
*****35.00 *****35.00

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

RE: Corporate Dissolution Filing
BRUCE R. ANDERSON, JR., A PROFESSIONAL
ASSOCIATION
Articles of Inc. Doc. No. P92000014756.

Dear Sirs:

Please find enclosed an original and one (1) copy of the
Articles of Dissolution of BRUCE R. ANDERSON, JR., A PROFESSIONAL
ASSOCIATION, for filing.

Also enclosed is our firm's check in the amount of \$35.00,
representing the costs of filing in this matter. Thanking you
for your assistance, I remain,

Sincerely,

SIMPSON & ANDERSON

Bruce R. Anderson, Jr.
BRUCE R. ANDERSON, JR., ESQUIRE

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
96 DEC 30 PM 1:23

APPROVED
AND
FILED

BRA/pjp
Enclosures

P92000014756
FD Dis
12-30-96
AL

ARTICLES OF DISSOLUTION PURSUANT TO SECTION
607.1403 OF THE FLORIDA BUSINESS CORPORATION
ACT OF BRUCE R. ANDERSON, JR., A PROFESSIONAL ASSOCIATION

To: Department of State
Tallahassee, Florida 32314

Date Paid : 12/27/96
Filing Fee: \$ 35.00

Pursuant to the provisions of Section 607.1403 of the Florida Business Corporation Act, the undersigned corporation adopts the following articles of dissolution for the purpose of dissolving the corporation:

1. The name of the corporation is BRUCE R. ANDERSON, JR., A PROFESSIONAL ASSOCIATION.

2. The names and respective addresses of the officers of the corporation are as follows:

Name	Office	Address
Bruce R. Anderson, Jr.	President, Secretary, Treasurer	3500 South Third Street Jacksonville Beach Florida 32250

3. The names and respective addresses of the directors of the corporation are as follows:

Name	Address
Bruce R. Anderson, Jr.	3500 South Third Street Jacksonville Beach, Florida 32250

4. Dissolution was authorized to be effective on December 31, 1996.
on Dec 27, 1996

APPROVED
AND
FILED
56 DEC 30 1996
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

5. The number of votes cast for dissolution was sufficient for approval.

6. Adequate provision has been made for the payment of all of the liabilities and obligations of the corporation.

7. No property or assets remained to be distributed among the shareholders of the corporation after the payment of all debts, obligations, and liabilities of the corporation.

8. There are no actions pending against the corporation in any court or adequate provision has been made for the satisfaction of any judgment, order, or decree, which may be entered against the corporation in any pending actions or proceedings.

9. The corporation elected to dissolve by unanimous written consent of its shareholders, and such written consent has been signed by all shareholders of the corporation. A copy of the consent is attached to these articles.

Dated December 27, 1996.

**BRUCE R. ANDERSON, JR., A PROFESSIONAL
ASSOCIATION**

By: _____

Bruce R. Anderson, Jr.
Its President

STATE OF FLORIDA, COUNTY OF DUVAL:

The foregoing instrument was acknowledged before me this 27th day of December, 1996, by Bruce R. Anderson, Jr., as President for BRUCE R. ANDERSON, JR., A PROFESSIONAL ASSOCIATION.

_____ Personally known to me.

_____ Has produced the following type of identification:



PAULA J PASEUR
My Commission CC395340
Expires Jul. 28, 1998
Bonded by HAI
800-422-1558

Paula J. Paseur

Notary Public

Paula J. Paseur

Notary Printed Name

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

95 DEC 30 PM 1:26

APPROVED
AND
FILED

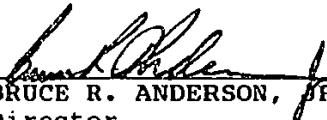
BOARD OF DIRECTORS' RESOLUTION
RECOMMENDING DISSOLUTION OF
BRUCE R. ANDERSON, JR., A PROFESSIONAL ASSOCIATION

Since in the opinion of the Board of Directors, it is in the best interest of the corporation and its shareholders that the corporation be dissolved; it is

Resolved, that the Board of Directors of the corporation has recommended that the corporation be dissolved; and

Further resolved, that the question of the dissolution of the corporation be submitted to a vote of shareholders at a special meeting of shareholders called for December 27, 1996 at 9:00 A.M., and to be held at 3500 South Third Street, Jacksonville, Beach, Florida, 32250; and

Further resolved, that in the event the shareholders approve the dissolution by majority vote, the officers of the corporation are directed to cease carrying on any business of the corporation, except that which is appropriate to wind up and liquidate its business and affairs.



BRUCE R. ANDERSON, JR.
Director

SECRETARIAT OF STATE
TALLAHASSEE, FLORIDA
9:00 AM 12/27/96

APPROVED
AND
FILED

STATE OF FLORIDA, COUNTY OF DUVAL:

The foregoing instrument was acknowledged before me this 27th day of December, 1996, by Bruce R. Anderson, Jr., as Director for BRUCE R. ANDERSON, JR., A PROFESSIONAL ASSOCIATION

Personally known to me.

Has produced the following type of identification:



PAULA J PASEUR
My Commission CC305340
Expires Jul. 26, 1998
Bonded by HAJ
800-422-1555

Paula J. Paseur

Notary Public
Paula J. Paseur

Notary Printed Name