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LLP

ATTORNEYS AT LAW

GREY OAKS BUILDING

IN POINCIANA PROFESSIONAL PARK

SUITE 315

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February 12, 1999

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

000002775540--4
-02/15/99-01100-010
*******35.00 *****35.00**

Re: JRB Realty, Inc.

Dear Gentlemen:

Enclosed please find a Dissolution Vote Consent of Stockholders and Articles of Dissolution for JRB Realty, Inc., a Florida corporation. Also enclosed is our firms check for \$35.00, representing the required dissolution fee.

Please call me if you have any questions.

Very truly yours,

Neil F. Murray
Neil F. Murray

*Pix
2-17-99
NFM*

NFM/jls
Enclosures

**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

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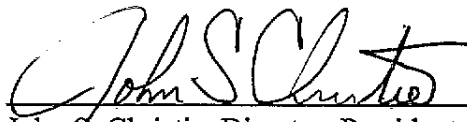
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF DISSOLUTION

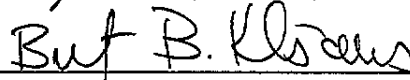
Pursuant to 607.1403, Florida Statutes, this corporation submits the following articles of dissolution:

- FIRST: The name of the corporation is JRB Realty, Inc..
- SECOND: Dissolution of the corporation was authorized on December 27, 1998.
- THIRD: Dissolution was authorized by the shareholders in numbers sufficient for approval.
- FOURTH: Dissolution of this corporation is adopted by the undersigned who are all the remaining directors and officers of this corporation.

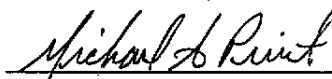
Signed this 27th day of December, 1998.



John S. Christie, Director, President



Bret B. Klisares, Vice President



Michael A. Priest, Secretary, Treasurer



Edward J. Jones, Director, Executive Vice President

DISSOLUTION VOTE SHORT FORM

JRB REALTY, INC.

CONSENT OF STOCKHOLDERS

The undersigned, being all of the Stockholders of JRB REALTY, INC., pursuant to the provisions of F.S. 607.1402 of the Florida Business Corporation Act, and the by-laws of this corporation hereby consent to the following action and adopt the following votes:

RESOLVED: That JRB REALTY, INC., be dissolved pursuant to the provisions of the Florida Business Corporation Act, F.S. 607.1402, and that the Directors and proper officers of this corporation be and they are hereby directed to do all acts and things necessary or desirable to effectuate the purpose of this vote.

RESOLVED: That all of the assets of this corporation shall be transferred to JMAC DEVELOPMENT OF FLORIDA, INC., which shall be subject to all of the liabilities of this corporation.

This writing shall be filed with the records of the meetings of the Stockholders and Directors of JRB REALTY, INC., and for all purposes be treated as votes taken at a meeting.

JMAC DEVELOPMENT OF FLORIDA, INC.,
a Florida corporation
Shareholder

By: Michael A. Ruit

Its: Secretary & Treasurer

DATED: 12-27-98