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P93000020803

May 24, 2000

Secretary of State
Division of Corporations
Amendments Section
P.O. Box 6327
Tallahassee, Florida 32301

Re: Articles of Dissolution
Caroli Properties, Inc.

800003270908--3

-05/30/00--01129--014

Gentlemen:

Enclosed please find the following documents for the above corporation: *****35.00 *****35.00

1. Original and copy of Articles of Dissolution for the above corporation;
2. My client's check in the amount of \$35.00 representing the filing fee.

Enclosed for your convenience is a self-addressed, stamped return envelope to send me a stamped copy of the Articles of Dissolution.

Thank you in advance for your prompt attention to this matter.

Very truly yours,

Michael J. Freeman
MICHAEL J. FREEMAN

FILED
00 MAY 30 PM 3:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MJF:lc

enc:

check # 511

*all 6/8.
Vol Dissol.*

ARTICLES OF DISSOLUTION
OF
CAROLI PROPERTIES, INC.

Pursuant to Section 607.1403 of the Florida Statutes, the undersigned Corporation adopts these Articles of Dissolution.

FIRST: The name of the Corporation is: Caroli Properties, Inc.

SECOND: The name and address of its officer is as follows:

| Name | Office | Address |
|--------------|-----------|--|
| Adrien Sebag | President | 615 Ocean Drive Unit 7B Key Biscayne, FL 33149 |

THIRD: The name and address of its director is as follows:

| Name | Address |
|--------------|--|
| Adrien Sebag | 615 Ocean Drive Unit 7B Key Biscayne, FL 33149 |

FOURTH: All liabilities and obligations of the Corporation have been paid or discharged.

FIFTH: All remaining assets have been distributed to the shareholders according to their respective rights and interests.

SIXTH: There are no actions pending against the Corporation.

SEVENTH: The following written consent to the dissolution of the Corporation has been signed by the shareholder of the Corporation.

"I the sole owner of all the outstanding capital stock in Caroli Properties, Inc. a Florida Corporation, do hereby consent in writing to the dissolution of the Corporation."

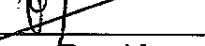
RESOLVED, that the Corporation be dissolved effective May 26, 2000;

FILED
00 MAY 30 PM 3:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RESOLVED FURTHER, that the proper officers of this Corporation are hereby authorized and directed to take such steps as are necessary to give effect to this resolution."

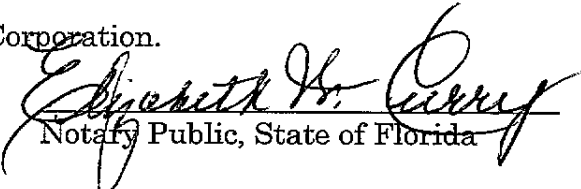
Dated: the 26th day of May 2000

CAROLI PROPERTIES, INC.
A Florida corporation

By: 
Adrien Sebag, President

STATE OF FLORIDA
COUNTY OF MIAMI-DADE

The foregoing instrument was acknowledged before me this 26 day of May 2000, by Adrien Sebag as President of the Corporation.


Notary Public, State of Florida

