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P93000082920
December 1, 1997

Florida Department of State
Division of Corporations
Attention: Amendment Section
P. O. Box 6327
Tallahassee, FL 32314

000002361630--3
-12/03/97-01017-002
*****87.50 *****87.50

Re: Articles of Dissolution of ICORP, Inc.

Dear Sir or Madam:

Enclosed are an original and one copy of the Articles of Dissolution of ICORP, Inc., together with a check for \$87.50 to cover the \$35.00 filing fee and \$52.50 certified copy fee. Please see that the Articles of Dissolution are filed with your office at the earliest opportunity.

After the Articles of Dissolution have been filed, the certified copy should be returned to this office. If you have any questions regarding this filing, please call me.

Sincerely,

Mary F. Fendle

Mary F. Fendle, Legal Assistant

:mff

Enclosures (3)

cc: Cindi W. Gay w/o enclosure
Dale Burns, CPA w/o enclosure
Albert D. Capouano, Esq.

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Diss
KAT
12-10-97

**ARTICLES OF DISSOLUTION
OF
OF ICORP, INC.**

FILED
97 DEC -3 PM 12: 53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Sections 607.1402 and 607.1403 of the Florida Statutes, the undersigned Florida corporation hereby adopts the following Articles of Dissolution:

Article I - Name of Corporation

The name of the corporation is ICORP, Inc. (hereinafter referred to as the "Corporation").

Article II - Date Dissolution Authorized

The dissolution of the Corporation was authorized on October 30, 1997.

Article III - Approval of Dissolution

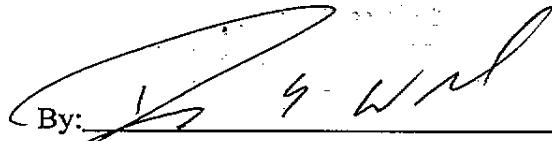
The dissolution was approved by all of the shareholders of the Corporation by Written Consent dated October 30, 1997, pursuant to Section 607.0704 of the Florida Statutes.

Article IV - Effective Date of Dissolution

The Corporation shall be dissolved effective upon the filing of these Articles of Dissolution with the office of the Secretary of State of the State of Florida.

Dated this 30 day of October, 1997.

ICORP, INC.

By: 

Bruce E. Williams, President