

P94000008446

JOEL/BELL PROPERTY, INC.

Suite 1

8801 College Parkway

Fort Myers, FL 33919

July 29, 1997

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

FILED
97 JUL 31 PM 2:04
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Re: Articles of Dissolution
Joel/Bell Property, Inc

300002253493--4
-07/31/97--01025--002
*****35.00 *****35.00

Gentlemen:

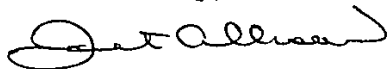
Please find enclosed, in duplicate, Articles of Dissolution of Joel/Bell Property, Inc. by Unanimous Consent of Shareholders. Also please find enclosed Joel/Bell Property, Inc. Check No. 1022 in the amount of \$35.00.

Please file these Articles of Dissolution, returning the copy to me in the enclosed, self-addressed envelope, with the filing date affixed.

If there is anything further you need to finalize this request, please contact me at 941-368-3229.

Thank you.

Sincerely,



Janet Allison

Enclosures

Uo/dis

VS AUG 8 1997

ARTICLES OF DISSOLUTION

of

JOEL/BELL PROPERTY, INC.

BY UNANIMOUS CONSENT OF SHARHOLDERS

FILED

97 JUL 31 PM 2:04

SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, being the record owners and holders of all of the outstanding stock entitled to vote of JOEL/BELL PROPERTY, INC., a corporation organized and existing under the laws of the State of Florida, DO HEREBY GIVE THEIR CONSENT in writing to its dissolution, effective July 31, 1997, pursuant to Section 607.1402, and do hereby state as follows:

1. The name of the corporation is Joel/Bell Property, Inc.
2. The name and address of the officer of Joel/Bell Property, Inc. is:

Frank R. D'Alessandro	8801 College Parkway, Suite 1
President	Fort Myers, FL 33919

3. The name and address of the director of Joel/Bell Property, Inc. is:

Frank R. D'Alessandro	8801 College Parkway, Suite 1
President	Fort Myers, FL 33919

4. All liabilities and obligations of the corporation have been paid or discharged.
5. All remaining property and assets of the corporation have been distributed to its shareholders.
6. There are no actions pending against the corporation in any court.
7. Pursuant to the attached Written Consent of Shareholders dated June 9, 1997, J. W. Ford, Inc. and Frank R. D'Alessandro, the

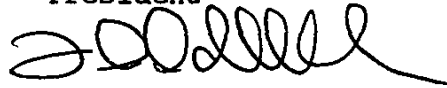
shareholders of Joel/Bell Property, Inc., authorized the dissolution of Joel/Bell Property, Inc., effective July 31, 1997.

WITNESS my hand this 23rd day of June, 1997.

J. W. FORD, INC., Shareholder

By: 

Janie B. Hooker
President



Frank R. D'Alessandro, Shareholder

WRITTEN CONSENT OF SHAREHOLDERS

OF

JOEL/BELL PROPERTY, INC.
(a Florida Corporation)

FYE 12/31/97 #14

The undersigned, being the Shareholders of JOEL/BELL PROPERTY, INC., a Florida Corporation ("Corporation"), by Unanimous Consent in writing, pursuant to the authority contained in Florida Statutes, Section 607.0704, without the formality of convening an annual meeting, do hereby consent to the adoption and do hereby adopt the resolutions hereafter set forth, to wit:

RESOLVED, that the Corporation be completely liquidated in accordance with the provisions of 331 of the Internal Revenue Code of 1986, as amended; and be it further

RESOLVED, that in accordance with such plan of complete liquidation, the officers and directors are hereby authorized and directed to see that the following steps are undertaken:

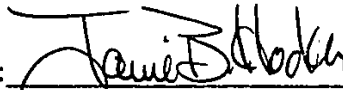
1. That within thirty (30) days of the dissolution of the Corporation, the Corporation shall file FORM 966 with the District Director of Internal Revenue, Atlanta, Georgia, together with a certified copy of this resolution;
2. That the proper officers of the Corporation be, and they hereby are, authorized to sell or otherwise liquidate any and all of the tangible assets of the Corporation, which in their judgment should be so sold or liquidated to facilitate the liquidation of the Corporation;
3. That the proper officers of the Corporation be, and they hereby are, authorized and directed to file a Certificate of Dissolution signed by the stockholders of the Corporation with the Secretary of State of the State of Florida;
4. That, after providing for all the proper debts of the Corporation, the remaining assets of the Corporation, including cash and furniture and fixtures, if any, be distributed to the stockholders of the Corporation;

5. That the actions provided for in the foregoing resolutions providing for the complete liquidation of the Corporation and the distribution of all its assets be commenced immediately, and that its subsequent dissolution and the distribution of all its assets be completed as soon as practicable, but in no event later than July 31, 1997; and

6. That the proper officers of the Corporation be, and they hereby are, authorized and directed to pay all such fees and taxes and to do or cause to be done such further acts and things as they may deem necessary or proper in order to carry out the liquidation and dissolution of the Corporation and fully to effectuate the purposes of the foregoing resolutions.

Dated: June 9, 1997.

J. W. FORD, INC., Stockholder

By: 
Janie B. Hooker
President


Frank R. D'Alessandro, Stockholder

FYE 12/31/97 #14