

P94000052020  
JAMES S. BENDZA, President  
18 Newbury Place, Naples, FL 34104

Barrister's Choice  
Lawn Care, Inc.

FILED  
FEB -4 AM 3:04  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Cellular (941) 860-9614  
Home (941) 353-6995

January 31, 2002

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

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-02/04/02--01082--004  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Re: Barristers' Choice Lawn Care, Inc.

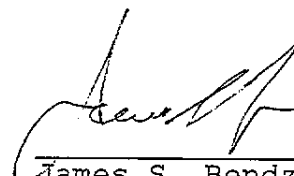
Dear Sir:

Please find enclosed Articles of Dissolution of Barristers' Choice Lawn Care, Inc., effective January 1, 2002, together with a check written by Barristers' Choice Lawn Care, Inc., by James S. Bendza, for \$ 35, which should cover the filing fees.

Please process accordingly.

Thank you.

Very truly yours;



James S. Bendza  
President  
Barristers' Choice Lawn  
Care, Inc.

Ad  
2/7/02

BARRISTERS' CHOICE LAWN CARE, INC.  
ARTICLES OF DISSOLUTION

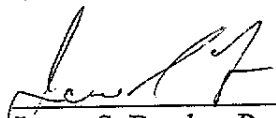
Pursuant to the provisions of Section 607.1403 of the Florida Business Corporation Act, the undersigned corporation adopts the following Articles of Dissolution for the purpose of dissolving Barristers' Choice Lawn Care, Inc.

The shareholders authorized this dissolution on January 1, 2002, at 00:01 A.M..

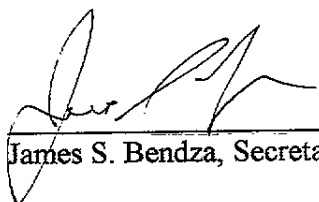
Of the 10,000 shares outstanding and entitled to vote on the matter of dissolution, 10,000 shares vote for dissolution. Voting by class of shares is not required, and the foregoing vote is sufficient for approval of dissolution.

Dated: 1/01/02

By:

  
James S. Bendza, President

Attest:

  
James S. Bendza, Secretary

BARRISTERS' CHOICE LAWN CARE, INC.

CONSENT OF SHAREHOLDERS TO DISSOLUTION

The undersigned, being the holders of all outstanding and issued shares of Barristers' Choice Lawn Care, Inc., do hereby consent to the voluntary dissolution of said corporation and do authorize the president, or a vice president and the secretary or an assistant secretary, of said corporation to execute and file duplicate originals of Articles of Dissolution with the Secretary of State of the State of Florida.

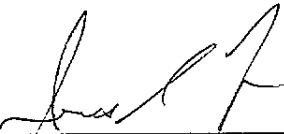
The shareholders listed below authorize, from 1/1/02 to 1/31/02, James S. Bendza to pay for necessary expenses, from corporate funds currently on file with SouthTrust Bank, account number 65 973 044, to wrap up corporate business, including, but not limited to the following:

Accountant services, including Internal Revenue Service annual corporate income tax returns for tax years 2001 and 2002,

Taxes for tangible property assessed for 2002 by Collier County, and

Filing fees for Articles of Dissolution to the Florida Secretary of State.

After 1/31/02, James S. Bendza may, at his sole discretion, pay other legitimate expenses of this corporation from other sources, and shall be entitled to reimbursement from said SouthTrust Bank account for such expenses. After 1/31/02, James S. Bendza may withdraw all funds from said SouthTrust Bank account and use any free balance for any purpose.

  
James S. Bendza, President

1/1/02  
Date

00:01 A.M.  
Time