

LAW OFFICES
ALAN FRANCIS RUF

P 94000072219

INTERNATIONAL BLDG.-PENTHOUSE EAST-2455 EAST SUNRISE BLVD.-FT.LAUDERDALE, FL 33304-3119 (954) 561-2230
FAX (954) 561-7489

ALAN FRANCIS RUF*
INGRID DOMINGUES-McCONVILLE
JOHN E. NACLERIO III

*Admitted Florida and New York

November 11, 1997

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

100002345741--8
-11/13/97--01014--003
*****35.00 *****35.00

Re: 1353 Bayview Corporation
Our File No.: 1164.1

FILED
97 NOV 13 AM 9:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dear Sir or Madam:

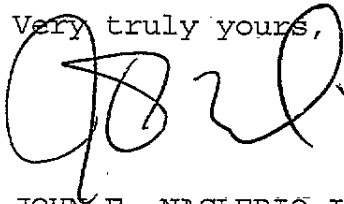
Enclosed please find the following:

1. Executed Articles of Dissolution of 1353 Bayview Corporation, along with this firm's check in the amount of \$35.00, representing the filing fee for the same.
2. Unanimous written consent of shareholders to voluntary dissolution of 1353 Bayview Corporation..

Please file the enclosed documents and return file stamped copies to the undersigned in the return envelope enclosed.

Thank you for your attention to this matter.

Very truly yours,



JOHN E. NACLERIO III

Enclosures

VDIS
CRES
11/17

FILED
97 NOV 13 AM 9:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF DISSOLUTION
OF 1353 BAYVIEW CORPORATION

Pursuant to section 607.1403, Florida Statutes, the undersigned corporation submits the following Articles of Dissolution:

FIRST: The name of the corporation is 1353 Bayview Corporation.

SECOND: The Articles of Incorporation were filed on September 30, 1994.

THIRD: Dissolution was authorized on October 24, 1995.

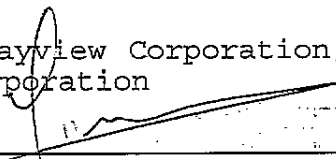
FOURTH: The number of votes cast for dissolution was sufficient for approval.

FIFTH: No debt of the corporation remains unpaid.

SIXTH: The corporation elected to dissolve by unanimous written consent of its shareholders, and such written consent has been signed by all shareholders of the corporation. A copy of the written consent is attached to these articles.

DATED this 18th day of September, 1997.

1353 Bayview Corporation, a Florida Corporation

By: 
President/Treasurer

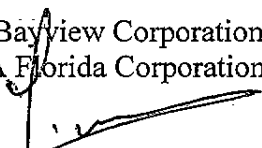
YOUSSRY HABIB HENIEN

UNANIMOUS WRITTEN CONSENT OF SHAREHOLDERS
TO VOLUNTARY DISSOLUTION OF
1353 BAYVIEW CORPORATION

We, the undersigned, being all of the shareholders of 1353 Bayview Corporation, a Florida Corporation, consent to the voluntary dissolution of the corporation and authorize and direct the appropriate officers of the corporation to take all steps necessary or appropriate to carry out the intent of this resolution.

The shareholders of the corporation hereby authorize the dissolution of the corporation, acting in accordance with Section 607.0704, Florida Statutes.

In assent to the above, each of the undersigned shareholders has signed his or her name and dated the signing opposite the number of shares of the corporation held by him or her of record on such date.

<u>Signature</u>	<u>Date</u>	<u>Number of Shares</u>
1353 Bayview Corporation, A Florida Corporation By:  <u>YOUSSRY HABIB HENIEN</u> Shareholder	<u>October 24, 1995</u>	<u>100</u>