

Samuel A. Block, P.A.

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P95000031375

May 19, 1999

Secretary of State
Division of Corporations
Corporate Records Bureau
Post Office Box 6327
Tallahassee, FL 32301

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-05/24/99--01119--001
*****43.75 *****43.75

Re: I. Marks I, Inc.
Charter No.: P95000031375

Dear Sir/Madam:

Enclosed please find the original and one copy of Articles of Dissolution for the above-captioned corporation, along with a copy of the Shareholders' Resolution Approving Dissolution and this firm's check, in the amount of \$43.75, to cover the following costs:

Filing Fee	\$ 35.00
Certified Copy	<u>8.75</u>
	<u>\$ 43.75</u>

Please return the certified copy of Articles of Dissolution evidencing your approval of same at your earliest convenience.

Thank you for your courtesy and cooperation in this matter.

Yours truly,


SAMUEL A. BLOCK

SAB/pab
Enclosures
cc: Mr. Ira Marks

FILED
99 MAY 24 PM 2:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

QNL
P95-000031375
4/28/99
FL
*but copy 99
5-24-99

**ARTICLES OF DISSOLUTION PURSUANT TO SECTION 607.1403
OF THE FLORIDA BUSINESS CORPORATION ACT
OF
I. MARKS I, INC.**

TO: Department of State
Tallahassee, FL 32314

Date Paid: _____
Filing Fee: _____

Pursuant to the provisions of §607.1403 of the Florida Business Corporation Act, the undersigned corporation adopts the following articles of dissolution for the purpose of dissolving the corporation:

1. The name of the corporation is I. MARKS I, INC.
2. The names and respective addresses of the officers of the corporation are as follows:

<u>Name</u>	<u>Office</u>	<u>Address</u>
Ira Marks	President	1012 Indian Mound Trail Vero Beach, FL 32963
Marcia L. Marks	Secretary	1012 Indian Mound Trail Vero Beach, FL 32963

3. The names and respective addresses of the directors of the corporation are as follows:

<u>Name</u>	<u>Address</u>
Ira Marks	1012 Indian Mound Trail Vero Beach, FL 32963
Marcia L. Marks	1012 Indian Mound Trail Vero Beach, FL 32963

4. Dissolution was authorized on March 1, 1999.
5. The number of votes cast for dissolution was sufficient for approval.
6. All liabilities and obligations of the corporation have been paid or discharged.

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CLERK OF THE
DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

7. No property or assets remained to be distributed among the shareholders of the corporation after the payment of all debts, obligations, and liabilities of the corporation, except that certain account receivable in the form of a Promissory Note dated March 1, 1999, secured by a Security Agreement of even date, which said Promissory Note shall be assigned to the stockholders in accordance with the Plan of Complete Liquidation approved by the Directors of the corporation on March 1, 1999.

8. There are no actions pending against the corporation in any court.

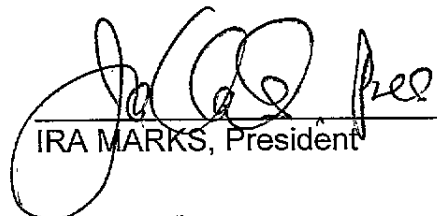
9. The corporation elected to dissolve by act of the corporation, a resolution to dissolve having been duly adopted by the shareholders on March 1, 1999. A copy of the resolution is attached to these articles.

Dated: May 14 1999

ATTEST:



MARCIA L. MARKS, Secretary



IRA MARKS, President
(CORPORATE SEAL)

STATE OF FLORIDA

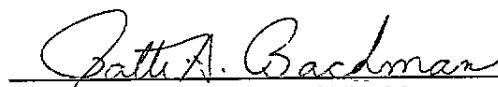
COUNTY OF INDIAN RIVER

Before me personally appeared IRA MARKS and MARCIA L. MARKS, who are personally known to me and/or who produced Florida Driver's Licenses as identification, and who executed the foregoing instrument as President and Secretary, respectively, of I. MARKS I, INC., a Florida corporation, and who acknowledged to and before me that they executed such instrument as President and Secretary of said Corporation, and that the seal affixed to the foregoing instrument is the corporate seal of said Corporation and that it was affixed to said instrument by due and regular corporate authority, and that said instrument is the free act and deed of said Corporation.

WITNESS my hand and official seal, this 18th day of May, 1999.



Patti A. Bachman
MY COMMISSION # CC553058 EXPIRES
June 9, 2000
BONDED THRU TROY FAIR INSURANCE, INC.



Notary Public, State of Florida
PATTI A. BACHMAN

Printed Name of Notary
My Commission Expires:

SHAREHOLDERS' RESOLUTION APPROVING DISSOLUTION

Since the Board of Directors of the corporation, at a meeting held on March 1, 1999, at 2044 - 14th Avenue, Vero Beach, FL 32960, adopted resolutions recommending the dissolution of this corporation and ordering that the issue of dissolution be submitted to a vote of shareholders at this meeting; and

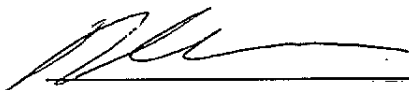
Since the undersigned, being all of the shareholders of the outstanding shares of the corporation, voted to authorize dissolution; it is

RESOLVED, that I. MARKS I, INC., a Florida corporation, be dissolved; and

FURTHER RESOLVED, that the appropriate officers of the corporation are directed to cease the business operations of the corporation, except any action that may be necessary to wind up and liquidate the corporation's business and affairs, and to take any further action that may be necessary or appropriate to carry out the intent of this resolution.

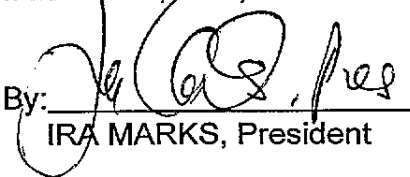
DATED: March 1, 1999

ATTEST:



MARCIA L. MARKS, Secretary

I. MARKS I, INC., a Florida corporation

By: 

IRA MARKS, President

(CORPORATE SEAL)