

P950000064720

DORAN, WALTERS, ROST, SELTER & WOLFE

ATTORNEYS

A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS

THEODORE R. DORAN
SCOTT R. ROST
MARY F. SELTER*
LAWRENCE O. WALTERS
AARON R. WOLFE

FIRST UNION TOWER
444 SEABREEZE BOULEVARD
SUITE 800
DAYTONA BEACH, FLORIDA 32118

PLEASE REPLY TO:
POST OFFICE DRAWER 18110
DAYTONA BEACH, FLORIDA 32115
(904) 253-1111
FAX (904) 253-4260

OF COUNSEL
DAVID B. SLAUGHTER
*MEMBER OF GEORGIA BAR

April 21, 1997

Corporate Records Bureau
Division of Corporation
Department of State
P.O. Box 6327
Tallahassee, FL 32314

RE: Dissolution of C.J. Reynolds, Inc.

100002153741--9
-04/24/97--01068--010
*****35.00 *****35.00

Dear Sirs:

Enclosed please find an original Articles of Dissolution, a copy of Shareholders Resolution and my check in the amount of \$35.00 to cover costs of dissolving the above-referenced corporation.

If you have any questions, please do not hesitate to contact me at the above address or telephone number.

Very truly yours,



Scott R. Rost

SRR/cpt
Encls.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 APR 24 PM 2:55

Vickie

MAY 1 1997

ARTICLES OF DISSOLUTION
OF
C.J. REYNOLDS, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 APR 24 PM 2:55

These Articles of Dissolution are made and executed this 22 day of
April, 1997.

1. The name of the corporation is C.J. Reynolds, Inc..
2. The date dissolution was authorized is 22 April 1997.
3. Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval, as evidenced by the Written Consent of Shareholders attached hereto.

IN WITNESS WHEREOF, the undersigned corporation, by and through its President, have caused these Articles of Dissolution to be executed the day and year so written above.

C.J. REYNOLDS, INC.

BY: Christopher J. Reynolds
Print Name: Christopher J. Reynolds
Its: President

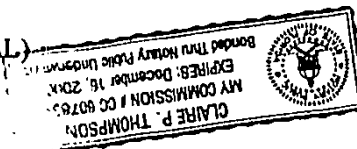
STATE OF FLORIDA
COUNTY OF VOLUSIA

(CORP. SEAL)

I HEREBY CERTIFY, that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, Christopher J. Reynolds, the President of C.J. Reynolds, Inc., who executed the foregoing Articles of Dissolution on behalf of the corporation.

WITNESS, my hand and seal in the state and county named above this 22 day of
April, 1997.

Claire P. Thompson (SEAL)
Notary Public



**SHAREHOLDER RESOLUTION
OF
C.J. REYNOLDS, INC.**

The undersigned, being the Shareholder(s) of C.J. Reynolds, Inc., does hereby take the following action without a meeting, pursuant to the applicable provisions of the Florida Corporation Code:

RESOLVED THAT, the liquidation and dissolution of C.J. Reynolds, Inc., is hereby approved, and the President of the Corporation is authorized to execute any and all documents necessary to effectuate such liquidation and dissolution.

DONE AND EXECUTED this 22 day of April, 1997.

Christopher J. Reynolds
Christopher J. Reynolds

22 April 1997
Date