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Quarles & Brady
P96000034104

December 11, 1997

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

Re: Bud Wallace, P.A.

Attn: Amendment Section

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~~*****35.00 *****35.00~~

400002372214--9
-12/15/97--01076--005
*****35.00 *****35.00

Please find enclosed the Articles of Dissolution for the above referenced corporation together with a copy of the Unanimous Written Consent of Shareholders and our client's check in the amount of \$35.00 for the cost of filing the Articles. Please return the filed Articles of Dissolution to my attention in the enclosed prepaid return envelope. Thank you.

Should you have any questions, please do not hesitate to contact me.

Sincerely,

QUARLES & BRADY

John D. Humphreville
John D. Humphreville /bdr

JDH:bdr
Enclosure

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12-15-97

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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APPROVED
AND
FILED

**ARTICLES OF DISSOLUTION PURSUANT TO
SECTION 607.1403 OF THE FLORIDA GENERAL 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 **BUD WALLACE, P.A.**
2. The names and respective addresses of the officers of the corporation are as follows:

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
William J. ("Bud") Wallace	President/Treasurer	15531 Royal Fern Lane, Naples, Florida
Kathleen R. Wallace	V.P./Secretary	15531 Royal Fern Lane, Naples, Florida

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

<u>NAME</u>	<u>ADDRESS</u>
William J. ("Bud") Wallace	15531 Royal Fern Lane, Naples, Florida

4. All assets of the corporation have been sold and all liabilities and obligations of the corporation have been paid or discharged.
5. There are no actions pending against the corporation in any court.
6. The dissolution of the corporation was authorized on Nov. 25, 1997 by unanimous written consent of its shareholders, and which written consent has been signed by all shareholders of the corporation. A copy of such written consent is attached to these Articles.

DATED this 25 day of Nov., 1997.

(Corporate Seal)
BUD WALLACE, P.A., a Florida
corporation

By: Willy Wallace
William J. Wallace, President

**UNANIMOUS WRITTEN CONSENT OF SHAREHOLDERS
TO THE VOLUNTARY DISSOLUTION OF
BUD WALLACE, P.A., A FLORIDA CORPORATION**

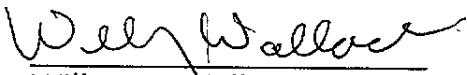
The undersigned, being the sole shareholder of **BUD WALLACE, P.A.**, a Florida corporation, does hereby consent to the voluntary dissolution of said corporation and does authorize and direct the appropriate officers of the corporation to take all steps necessary or appropriate to carry out the intent of this Written Consent.

In assent to the above, the undersigned stockholder 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.

SIGNATURE

DATE

NUMBER OF SHARES



William J. Wallace, as
President

11-25-97

100

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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