

P96000051801

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

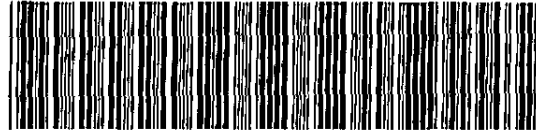
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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AVATAR

October 11, 2005

Hand Delivery via Federal Express

Amendment Section
Division of Corporations
Florida Department of State
Clifton Building
2661 Executive Center Drive
Tallahassee, Florida 32301

Re: USA FAMILY HOMES, INC.
Document No. P96000051801

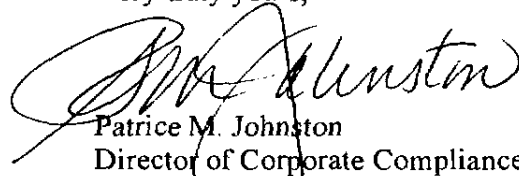
Dear Sir or Madam:

The enclosed Notice of Corporate Dissolution, Articles of Dissolution and our check in the amount of \$52.50 are submitted herewith. Please return a certificate of status, a certified copy of the Articles of Dissolution and any correspondence regarding this matter to:

Patrice M. Johnston
Director of Corporate Compliance
Avatar Properties Inc.
201 Alhambra Circle, 12th Floor
Coral Gables, FL 33134
Tel: (305) 442 7000, Ext. 2214
Email: patrice_johnston@avatarholdings.com

Thank you in advance for your assistance.

Very truly yours,



Patrice M. Johnston
Director of Corporate Compliance
Avatar Properties Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF DISSOLUTION
of
USA FAMILY HOMES, INC.

USA FAMILY HOMES, INC., a Florida corporation (the "Corporation"), submits the following Articles of Dissolution pursuant to Section 607.1403, Florida Statutes:

- FIRST: The name of the Corporation as currently filed with the Florida Department of State is USA FAMILY HOMES, INC.
- SECOND: The document number of the Corporation is P96000051801.
- THIRD: The date the dissolution was authorized was September 7, 2005; and
the effective date of the dissolution is the date of these Articles of Dissolution below.
- FOURTH: Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.

Witness my hand and seal this 11th day of October, 2005.


Charles L. McNairy, President

NOTICE OF CORPORATE DISSOLUTION

This notice, dated October 11, 2005, is submitted by the dissolved corporation named below for resolution of payment of unknown claims against this corporation as provided in Section 607.1407, Florida Statutes.

This Notice of Corporate Dissolution is filed at the option of the corporation, which is being dissolved voluntarily.

Name of corporation: **USA FAMILY HOMES, INC.**

The effective date of the dissolution is stated in the Articles of Dissolution filed with the Secretary of State of Florida.

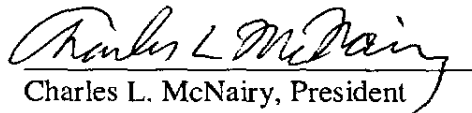
Description of information that must be included in a claim:

ALL CLAIMS SHOULD DESCRIBE IN DETAIL THE PARTICULARS
OF THE CLAIM, THE AMOUNT OF THE CLAIM, THE NAME,
ADDRESS, TELEPHONE NUMBER, FAX NUMBER AND EMAIL
ADDRESS OF THE CLAIMANT.

Mailing address where claims can be sent:

USA Family Homes, Inc.
Attn: Juanita I. Kerrigan, Secretary
201 Alhambra Circle, 12th Floor
Coral Gables, FL 33134

A claim against this corporation will be barred unless a proceeding to enforce the claim is commenced within four (4) years after the filing of this Notice.


Charles L. McNairy, President