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May 30, 1997

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

400002197784-4
-05/02/97-01092-014
****350.00 ****87.50

Re: Dissolution of Entities

Dear Sir or Madam:

Enclosed for filing are Articles of Dissolution for B & B Management Group, Inc., B G Acquisition Corp., B & B Financial Communications, Inc. and B & B Advisory Services, Inc. along with a check in the amount of \$350.00, representing the filing fee and certification fee for each entity (\$52.50 x 4 = \$350).

Please acknowledge receipt of the enclosed by stamping the enclosed duplicate copy of this letter as "received" and returning to the undersigned in the envelope provided.

Thank you for your prompt attention to this matter. If you have any questions or comments, please contact the undersigned.

Sincerely,

BROAD AND CASSEL

Anna Salgado
Anna Salgado
Legal Assistant

Enclosures

cc: Mr. Steven N. Bronson
Linda C. Frazier, Esquire

FILED
97 JUN -2 AM 9:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

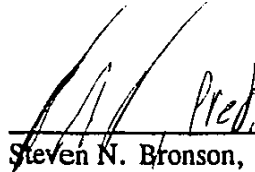
**ARTICLES OF DISSOLUTION
OF
B G ACQUISITION CORP.**

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, being the President of B G Acquisition Corp., a Florida corporation (the "Corporation"), desiring to dissolve the Corporation pursuant to Section 607.1402 of the Florida Business Corporation Act, hereby states as follows:

1. The name of the Corporation is B G Acquisition Corp.
2. The dissolution of the Corporation was authorized on December 31, 1996.
3. The number of votes cast by shareholders was sufficient for approval.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Dissolution as of the 31st day of December, 1996.



Steven N. Bronson, President