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TRANSMITTAL LETTER

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

300002692643--3  
-11/20/98-01051--001  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

SUBJECT: DISSOLUTION OF  
ANTIQUE AFFAIR OF FLORIDA, INC

I enclose an original and 1 copy(ies) of the Articles of Dissolution for the above  
named corporation and a check in the amount of \$ 35<sup>00</sup>

Signed

From:

Name

Address

City

State

Zip

Telephone Number

Maryann Pennington  
MARYANN PENNINGTON  
1850 DISCOVERY DRIVE  
DEERFIELD Bch FL 33442  
(954) 429-8531  
Diss 11-30-98 DAS

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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FILED

ARTICLES OF DISSOLUTION  
PURSUANT TO SECTION 607.1403  
OF THE  
FLORIDA STATUTES

FILED


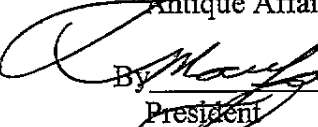
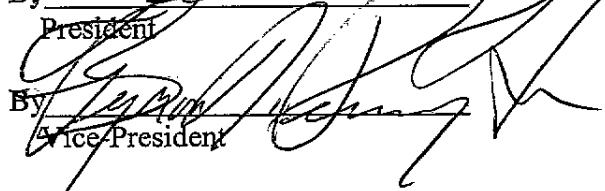
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1403 of the Florida Statutes, the undersigned corporation adopts the following Articles of Dissolution for the purpose of dissolving the Corporation:

1. The name of the Antique Affair of Florida, Inc.
2. Dissolution was authorized on November 10, 1998. (See attached Director's minutes Provision and Resolution for Dissolution of the Corporation).
3. The date of the filing of the articles of incorporation was October 14, 1996.
4. No debts of the Corporation remain unpaid.
5. The number of shares cast by the ordinary shareholders, which is the proper class authorized to do so, was One Thousand (1000), being the amount of authorized and issued shares, they all voted in favor of dissolution, and the amount was sufficient for approval.

Dated on November 13, 1998

  
Antique Affair of Florida, Inc.  
By   
President  
By   
Vice-President

**ANTIQUE AFFAIRS OF FLORIDA , INC.  
SHAREHOLDERS' MINUTES PROVISION  
AND RESOLUTION FOR DISSOLUTION  
OF THE CORPORATION**

**BE IT RESOLVED:**

That the shareholder believes that it is in the best interest of the corporation to dissolve in accordance with Section 607.1402 of the Florida Statutes, and hereby approve the Board of Directors' resolution for dissolution and vote for dissolution of this corporation.

Dated on this 10th day of November 1998

  
\_\_\_\_\_  
SHAREHOLDER

Number of Shares held:  
Five Hundred (500)

  
\_\_\_\_\_  
SHAREHOLDER

Number of Shares held:  
Five Hundred (500)