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JOAN I. NEUWIRTH, ESQUIRE

February 6, 2001

Florida Secretary of State
Division of Corporations
Attn: Amendment Section
409 E. Gaines Street
Tallahassee, Florida 32399

FILED
01 FEB -9 PM 12:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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*****35.00 *****35.00

Re: Dissolution of Rivertowne Square Associates, Inc.
Cancellation of Rivertowne Square Associates, Ltd.

Dear Sir/Madam:

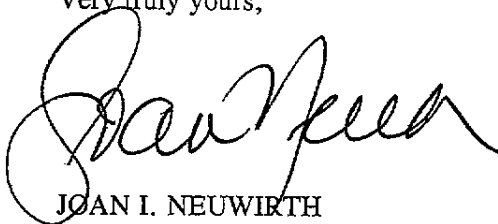
Enclosed please find the following:

1. Executed Articles of Dissolution for Rivertowne Square Associates, Inc., together with Check No. 655 in the amount of \$35.00 with respect to the dissolution of the above-referenced corporation.
2. Executed Certificate of Cancellation for Rivertowne Square Associates, Ltd., together with Check No. 656 in the amount of \$52.50 with respect to the dissolution of the above-referenced limited partnership.

Please call me should you have any questions or comments concerning the enclosed.

Very truly yours,

Diss
2-13-01
BKS


JOAN I. NEUWIRTH

enclosures

ARTICLES OF DISSOLUTION

Pursuant to section 607.1403, Florida Statutes, the undersigned corporation submits the following articles of dissolution:

FIRST: The name of the corporation is: RIVERTOWNE SQUARE ASSOCIATES, INC.

SECOND: The date of dissolution was authorized: DECEMBER 31, 2000.

THIRD: Adoption of Dissolution (*check one*)

 X Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.

 Dissolution was approved by vote of the shareholders through voting groups.

(The following statement must be separately provided for each voting group entitled to vote separately on the plan to dissolve)

The number of votes cast for dissolution was sufficient for approval by
_____ (voting group).

SIGNED as of this 31st day of December, 2000.

RIVERTOWNE SQUARE ASSOCIATES,
INC., a Florida corporation

By:


JONATHAN SILVERMAN,
PRESIDENT