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P9700000 6548

December 18, 1997

Secretary of State
Capital Bldg.
Tallahassee, Fla. 32399

800002396138--8
-01/09/98--01106--001
****210.00 *****87.50

Re: Veterans Residential Community, Inc.

Enclosed for filing are the Articles of Dissolution for the above for profit corporation. The determination has been made that this needs to be a Florida non-profit corporation, so the for profit corporation created in January, 1997 is to be dissolved, with the non-profit corporation created and it's Articles filed thereafter.

The Articles of Incorporation of Veterans Residential Community, Inc., a Florida non-profit corporation, are likewise enclosed. Please file these Articles immediately following the filing of the articles of dissolution for the for profit corporation.

Our check in the amount of \$210.00 to cover all required filing fees, is enclosed.

On filing, would you please send us a copy of the Articles of Dissolution, and the Articles of Incorporation for the non-profit corporation, when each is effective.

*Diss
LFB 1-12-98*

FILED
98 JAN -5 PM 1:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Thank you very much, and please don't hesitate to call with any questions you may have.

Sincerely,

A handwritten signature in black ink, appearing to read "DJM Milne". The signature is written in a cursive, flowing style.

Douglas J. Milne
DJM/tlc
enc.

ARTICLES OF DISSOLUTION
BY
INCORPORATOR AND DIRECTOR
OF
VETERANS RESIDENTIAL COMMUNITY, INC.

FILED
98 JAN -5 PM 4: 30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

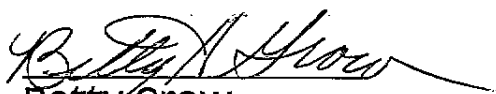
Department of State
Tallahassee, Fla. 32314

Pursuant to the appropriate provisions Florida Statutes, the undersigned, being the sole incorporator and director of the corporation, adopt the following Articles of Dissolution:

1. The name of the corporation is Veterans Residential Community, Inc., a for-profit corporation.
2. The date of filing it's articles of incorporation is January 23, 1997, effective January 16, 1997.
3. The corporation has not commenced business.
4. There are no assets or liabilities of the corporation.
5. The incorporator and sole director authorize, by execution hereafter, that the corporation be dissolved.

Executed in Jacksonville, Fla., this 16 day of December, 1997.


Terry Carkhuff
Incorporator


Betty Grow
Sole Director

STATE OF FLORIDA
COUNTY OF DUVAL

Before me, the undersigned authority, personally appeared Terry Carkhuff and Betty Grow, sole incorporator and director, respectively, of Veterans Residential Community, Inc. A non-profit corporation. Each of the foregoing is personally known to me, and they both acknowledged to and before me that they executed the foregoing Articles of Dissolution for the purposes therein contained.

Executed in Jacksonville, Duval County, Fla. this 16 day of December, 1997.

Marie Wells
NOTARY PUBLIC
STATE OF FLORIDA AT LARGE

