

P97000007973

PEED, KOROSS, FINKELSTEIN & CRAIN, P.A.

FILING INSTRUCTIONS

DELCREST HOMES, INC.
1608 TOWN CENTER BLVD., STE. E
WESTON, FL 33326

(Only items marked X apply)

800003469048--9
-11/17/00--01082--005
*****35.00 *****35.00

Taxpayer: DELCOURT HOMES, INC.

Form: Article of dissolution

X Sign and date on the line indicated.

X Forward original form to

X Division of Corporation
P.O. Box 6327
Tallahassee, Fl 32314

X To arrive on or before ASAP

ALTHOUGH NOT REQUIRED, WE SUGGEST YOU PROTECT YOURSELF BY MAILING THE RETURN(S) CERTIFIED RETURN RECEIPT REQUESTED TO PROVIDE YOURSELF WITH PROOF OF TIMELY FILING.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 NOV 15 PM 1:46

Dissolution
LFT

11-17-2000 Form 200



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

October 31, 2000

DELCOURT HOMES, INC.
1608 Town Center Circle
Weston, FL 33326

SUBJECT: DELCOURT HOMES, INC.
Ref. Number: P97000007973

This will acknowledge receipt of your correspondence which is being returned for the following reason(s):

The fee to file articles of dissolution or a certificate of withdrawal is \$35. Certified copies are optional and are \$8.75 for the first 8 pages of the document, and \$1 for each additional page, not to exceed \$52.50.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

If you have any questions concerning this matter, please either respond in writing or call (850) 487-6910.

Louise Flemming-Jackson
Corporate Specialist Supervisor

Letter Number: 900A00056625

RECEIVED
OCT 15 AM 10:11
DIVISION OF CORPORATIONS

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 NOV 15 PM 1:46

**ARTICLES OF DISSOLUTION
OF DELCOURT HOMES, INC.**

Pursuant to Section 607.1403 of the Florida Statutes, the undersigned Corporation adopts these Articles of Dissolution.

FIRST: The name of the Corporation is **Delcourt Homes, Inc.**, a corporation organized under the Laws of the State of Florida, filed on January 21, 1997.

SECOND: A dissolution of the Corporation was authorized and approved by the sole shareholder through an Action by Written Consent in Lieu of Joint Special Meeting of Shareholder and Director, which constitutes sufficient votes cast in favor of the dissolution, and which is sufficient for approval pursuant to law.

THIRD: These articles of dissolution will take effect on September 30, 2000, at 5:00 P.M.

DATE: September 30, 2000

DELCOURT HOMES, INC.

By:  10-25-00

Mark S. Spirtis, President

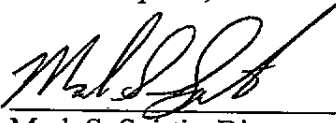
**ACTION BY WRITTEN CONSENT
OF SHAREHOLDER AND DIRECTOR OF
DELCOURT HOMES, INC.
A FLORIDA CORPORATION**

The undersigned, being the sole Director and Shareholder of Delcourt Homes, Inc. a corporation organized under the laws of the State of Florida ("Corporation"), pursuant to §607.020 Florida Statutes.

1. I have determined that it would be in the best interests of the Corporation and its shareholder for the Corporation to be dissolved. Therefore, pursuant to Section 607.1402(6) of the Florida Statutes, I hereby consent to the dissolution of the Corporation.
2. The shareholder further agrees that the officer and Director of the Corporation is authorized and directed to take all actions necessary to wind up the affairs of the Corporation, including the lease, sale, conveyance or assignment of any or all of the Corporation's assets and to execute any documents or instruments necessary and incident thereto.
3. The shareholder further agrees that the officer and director of the Corporation is authorized and directed to apply the assets of the Corporation, in cash or in kind, to the payment of its known debts and obligations. After disposing of the assets and making suitable provision for the payment of all its known debts, the officer and director is authorized and directed to distribute the remainder of the Corporation's assets to the shareholder, in cash or in kind.
4. The shareholder further agrees that the officer and director of the Corporation is authorized and directed to execute all documents, instruments, reports, tax returns, certificates and affidavits required by any federal, state or local government in connection with or by reason of the liquidation and dissolution of the Corporation.
5. The shareholder further agrees that, on completion of all liquidation procedures, the officer and director of the Corporation is authorized and directed to file all documents required by law to complete the winding up of the affairs and the dissolution of the Corporation.

EXECUTED on September 30, 2000, at Fort Lauderdale, Florida

 10-25-00
Mark S. Spirtis, Shareholder

 10-25-00
Mark S. Spirtis, Director