

P97000011555

LAW OFFICE
H. CRANSTON POPE, J.D., LL.M. (TAX)

438 N. COVE BOULEVARD
PANAMA CITY, FLORIDA 32401
(850) 784-9174

POST OFFICE BOX 12151
PANAMA CITY, FLORIDA 32401-9151
FAX (850) 784-9175

December 16, 1997

Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32314

500002379455--0
-12/22/97--01112--002
*****35.00 *****35.00

Re: Articles of Voluntary Dissolution of
St. Andrews Concessions, Inc.

Dear Sir or Madame,

Enclosed please find the original and one copy of Articles of Voluntary Dissolution, together with a Written Consent of the Stockholders of St. Andrews Concessions, Inc., to voluntary dissolve said corporation. If these meet with your approval, please file the originals and return a certified copy of the Articles of Voluntary Dissolution of Corporation to me. Our check in the amount of \$35.00 is enclosed for your fees.

Should you have any questions or require further information, please let us know.

Sincerely,


H. Cranston Pope

FILED
97 DEC 22 PM 4:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

HCP/slb

Enclosures

EFFECTIVE DATE

12-31-97

1-5-98

Deso

HFT

EFFECTIVE DATE

12-31-97

ARTICLES OF VOLUNTARY DISSOLUTION

OF

ST. ANDREWS CONCESSIONS, INC.

FILED

97 DEC 22 PM 4:15

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned officers of St. Andrews Concessions, Inc., do hereby for the purpose of complying with the Florida Statutes, Section 607.1403, in relation to the voluntary dissolution of corporations, make and attest these Articles of Voluntary Dissolution and attach hereto the Written Consent of the Stockholders and certify the following:

Article I - Name

The name of the corporation is ST. ANDREWS CONCESSIONS, INC.

Article II - Date of Authorization of Dissolution

The shareholders authorized the dissolution of the corporation at a meeting held November 10, 1997.

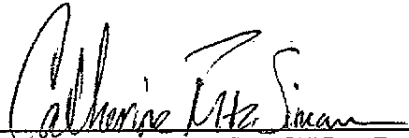
Article III - Effective Date

The dissolution of the corporation is to be effective as of the stroke of midnight, December 31, 1997.

Article IV - Shareholder Approval

The dissolution was approved by unanimous vote of the stockholders owning all of the issued and outstanding stock of the corporation.

IN WITNESS WHEREOF, the foregoing Articles of Dissolution have been executed by the corporation by its President and Secretary/Treasurer this 10th day of November, 1997.



CATHERINE FITZSIMONS, President,
Secretary/Treasurer

STATE OF FLORIDA
COUNTY OF BAY

The foregoing instrument was acknowledged before me this
10th day of November, 1997 by Catherine FitzSimons,
President and Secretary/Treasurer of St. Andrews Concessions, Inc.,
who is personally known to me and who did not take an oath.

SUSAN BEATY
Notary Public - State of Florida
My Commission Expires March 2, 2001
Commission No. CC 625749

Susan Beaty
Susan Beaty
Notary Public
My commission expires: March 2, 2001

WRITTEN CONSENT OF STOCKHOLDERS OF
ST. ANDREWS CONCESSIONS, INC.
TO VOLUNTARILY DISSOLVE

The undersigned, holders and owners of record of all issued and outstanding shares of stock of ST. ANDREWS CONCESSIONS, INC., a Corporation duly organized under the laws of the State of Florida, and entitled to vote on the dissolution thereof, do hereby adopt the Plan of Liquidation and Dissolution of the Corporation proposed by the Board of Directors and consent that the said Corporation be dissolved effective at midnight December 31, 1997 and do hereby consent in writing.

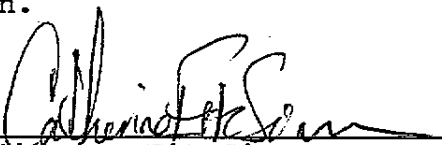
 (SEAL)
Catherine FitzSimons

 (SEAL)
Samuel G. FitzSimons, IV

STATE OF FLORIDA


COUNTY OF BAY

Catherine FitzSimons, being duly sworn deposes and says that she is the President of St. Andrews Concessions, Inc.; that the foregoing written consent of the stockholders of St. Andrews Concessions, Inc., a Florida Corporation, consenting to the dissolution forthwith of said Corporation was so executed by the persons executing the same on the 10th day of November, 1997, that the total number of shares issued and outstanding of said Corporation is standing on the books of the corporation in the names of Catherine FitzSimons 500 shares, and Samuel G. FitzSimons, IV, 500 shares, the consenting stockholders, and no other persons own any stock in said Corporation.

 (SEAL)
Catherine FitzSimons, President

Sworn to and subscribed before me this 10th day of November, 1997.

SUSAN BEATY
Notary Public - State of Florida
My Commission Expires March 2, 2001
Commission No. CC 625749


Susan Beaty
Notary Public
My Commission Expires: March 2, 2001