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December 12, 2000

Corporate Records Bureau
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32301

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-12/15/00--01102--001
****175.00 ****35.00

Re: Bourke & Matthews Builders of Florida, Inc.
Bourke & Matthews of Florida, Inc.
Bourke & Matthews Construction Co. of Florida, Inc.
Bourke & Matthews Management Co. of Florida, Inc.

Dear Sir/Madam:

Enclosed herewith please find four (4) originals and four (4) copies of the Articles of Dissolution and Statements of Intent for the above-referenced companies, together with a check in the amount of \$175.00 to cover the costs of dissolution for these companies. Please furnish the undersigned with a certified copies subsequent to filing same.

Thank you for your prompt attention to this matter.

Sincerely yours,


Martin V. Katz

MVK/tac
Enclosures

FILED
00 DEC 15 AM 7:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dissolution

ARTICLES OF DISSOLUTION
OF
BOURKE & MATTHEWS BUILDERS OF FLORIDA, INC.

FILED
00 DEC 15 AM 7:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 617.1403 of the Florida Statutes, this corporation submits the following Articles of Dissolution

ARTICLE I

The name of the Corporation is Bourke & Matthews Builders of Florida, Inc. (the "Corporation").

ARTICLE II

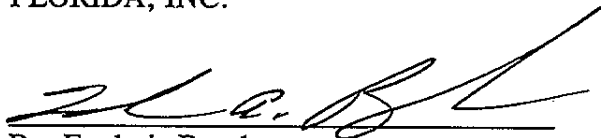
The date of adoption of a resolution (the "Resolution") authorizing dissolution by the Board of Directors was November 30, 2000.

ARTICLE III

The number of votes cast for dissolution by the shareholders was sufficient to approve.

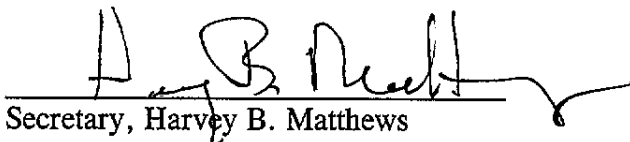
Signed this 30th day of November, 2000. --

BOURKE & MATTHEWS BUILDERS OF
FLORIDA, INC.



By: Frederic Bourke
Its: President

APPROVED BY:


Secretary, Harvey B. Matthews

STATEMENT OF INTENT TO DISSOLVE

BOURKE & MATTHEWS BUILDERS OF FLORIDA, INC.

BY WRITTEN CONSENT OF THE SHAREHOLDERS

Pursuant to the provisions of Section 607.1402(6) of the Florida Statutes, the undersigned Corporation submits the following statement of intent to dissolve the Corporation upon written consent of its shareholders:

1. The name of the Corporation is Bourke & Matthews Builders of Florida, Inc.
2. The shareholders of the Corporation hereby authorize the dissolution of the Corporation, acting in accordance with Section 607.0704.


HARVEY B. MATTHEWS, Shareholder

FREDERIC BOURKE, Shareholder

Dated: November 30, 2000

BOURKE & MATTHEWS
BUILDERS OF FLORIDA, INC.


By Its President, Frederic Bourke