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Thomas F. Rizzo, P.A.
Attorney At Law

December 27, 1999

Secretary Of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

800003085128--3
-12/30/99--01090--002
*****35.00 *****35.00

Re: Articles of Dissolution
For Periwinkle Place, Inc.

To Whom It May Concern:

Enclosed please find an original and one (1) copy of the Articles of Dissolution for Periwinkle Place, Inc., and a check in the amount of \$35.00 representing the filing fee for same.

Please conform the copy and return the same to my office in the return envelope provided.

Thank you for your assistance.

Sincerely yours,


Thomas F. Rizzo, LL.M.

FILED
99 DEC 30 AM 8:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TFR/jge

Enclosures

VOIDS
DEC 30
1-11

2340 Periwinkle Way, Suite J2, Sanibel, Florida 33957
Tel (941) 395-0400 * Fax (941) 395-0480

ARTICLES OF DISSOLUTION
OF
PERIWINKLE PLACE, INC.

FILED
99 DEC 30 AM 8:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I. The name of this Corporation is PERIWINKLE PLACE, INC., which was duly incorporated on August 7, 1997, by the State of Florida.

II. The names and office addresses of the officers of this Corporation are as follows:

Angela Whichard	President, Vice President
3901 Lewis P. Olds Wynd	Secretary, Treasurer
Raleigh, North Carolina 27612	

III. The names and office addresses of the directors of the Corporation are as follows:

Angela Whichard
3901 Lewis P. Olds Wynd
Raleigh, North Carolina 27612

IV. All debts, obligations and liabilities of this Corporation have been paid or discharged.

V. There are no remaining assets or property for distribution to the shareholders.

VI. There are no actions pending against the Corporation.

VII. The Corporation has elected to dissolve on the unanimous written consent of its shareholders and directors. A copy of the consent is incorporated and attached as Exhibit "A".

IN WITNESS WHEREOF, the undersigned has executed these

Articles of Dissolution on 1 Dec. 20, 1999, at

By: Angela T. Whichard
Angela Whichard, Director,
President, sole shareholder

ATTEST:

Brent A. Jensen

STATE OF North Carolina
COUNTY OF Wake

On this 20th day of December, 1999, before me personally appeared Angela Whichard, known to me or who has produced Drivers License as identification, and who did/did not take an oath, and known to be the person who executed the foregoing Articles of Dissolution, and he acknowledged before me that he executed these Articles of Dissolution of PERIWINKLE PLACE, INC. on behalf of the Corporation.

Chafiq Moamni
Notary Public

Print Name: Chafiq Moamni
My commission expires: 11-9-04

EXHIBIT "A"

CONSENT TO DISSOLUTION OF

PERIWINKLE PLACE, INC.

We the undersigned, being all of the shareholders, officers and directors of the corporation PERIWINKLE PLACE, INC., which was duly incorporated on August 7, 1997, by the State of Florida, hereby unanimously agree and consent to the dissolution of the Florida corporation; PERIWINKLE PLACE, INC.

DATED this 20 day of December, 1999.

Angela T. Whichard
Angela Whichard, Shareholder, Director
Pres, VP, Treas & Sec

MINUTES OF JOINT MEETING
OF
SHAREHOLDER AND DIRECTOR

I, the sole Shareholder and Director of Periwinkle Place, Inc. do hereby consent to the liquidation of the Corporation effective December 31, 1999.

I direct that all debts and obligations of the Corporation be paid on or before December 31, 1999.

The officers of the Corporation are hereby directed to convey and assign all of its assets, in cash and/or in kind, after payment of its debts or after making suitable provision for payment of its debts, to its shareholder and to execute any and all documents and instruments and take any and all steps necessary or appropriate to complete said assignments.

The officers of the Corporation are hereby authorized to execute any and all forms, reports and/or returns required by any federal, state, or local government in connection with or by reason of the liquidation and dissolution of such corporation (including U.S. Treasury Department Form 966), and any and all other forms, reports, and/or returns as are deemed necessary on behalf of the corporation.

Upon the completion of all distributions in complete liquidation of all of the assets of the corporation, subject to all remaining liabilities of the corporation, if any, the officers are authorized and directed to file a certificate of dissolution with the Secretary of State of Florida.

Consent to this action and adoption of this resolution is made this 20 day of December, 1999.

By: Angela T. Whichard
Shareholder and Director