

P97000095061

Michelle G. Torres, P.A.

Attorneys At Law

Tel: (305) 485-9700 Fax: (305) 485-8903
300 SW 107 Avenue, Suite 204, Miami, Florida 33174

FILED

02 OCT -7 AM 9:05

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MICHELLE G. TORRES, ESQ.
MANUEL J. VADILLO, ESQ.

October 3, 2002

Division of Corporations
Amendment Section
P.O. Box 6327
Tallahassee, FL 32314

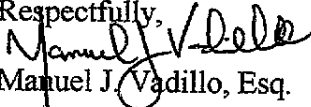
100008234671--8
-10/07/02--01045--025
*****35.00 *****35.00

To Whom It May Concern:

The purpose of this letter is to serve as a cover letter to the articles of dissolution, which are being filed within. As stated in the directions, here is my return address and telephone.

Address: 300 SW 107th Ave.
Suite 204
Miami, FL 33174

Telephone: 305-485-9700

Respectfully,

Manuel J. Vadillo, Esq.

FS 10/
DISS

FILED

02 OCT -7 AM 9:05

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF DISSOLUTION

Carrington Mortgage Corp.

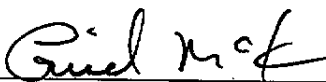
Date of Adoption: September 28th, 2002.

Pursuant to the provisions of section 607.1401, Florida Statutes, this Florida profit corporation submits the following Articles of Dissolution:

- FIRST: The name of the corporation is: Carrington Mortgage Corp.
- SECOND: The filing Date of the Articles of Incorporation was: November 5th, 1997.
- THIRD: NONE of the corporation's shares have been issued.
- FOURTH: NO debt of the corporation remains unpaid.
- FIFTH: The net assets of the corporation remaining after winding up have been distributed to the shareholder, if shares were issued.
- SIXTH: Adoption of Dissolution: A majority of the directors authorized the dissolution.

Signed this 28th day of September of 2002.

Signature



GRISEL MCKERNAN

President