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Charles J. Averbook
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Boca Raton, FL 33431
561-994-2775 / Fax: 561-998-8335

December 24, 1998
Via Fed Ex: Airbill #802831302235
State of Florida
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399
850- 487-6050

900002727869--7

-12/31/98--01049--021

****140.00 ****35.00

98 DEC 31 PM 5:40
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dear Sirs:

Enclosed are Articles of Dissolution and Written Consents of Shareholders
dissolve the following four corporations:

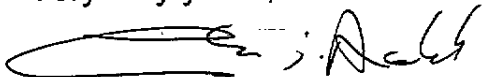
Cousins Oreck of Aventura, Inc.
Cousins Oreck of Boca, Inc.
Cousins Oreck of South Florida, Inc.
Cousins Oreck of Plantation, Inc.

Enclosed is our check for \$140.00 representing the filing fees of \$35.00 per
corporation.

We would appreciate your filing these Articles so that these corporations are
dissolved before the end of 1998.

Thank you very much for your cooperation.

Very truly yours,



Charles J. Averbook

Uo/dis

VS JAN 12 1999

COUSINS ORECK OF AVENTURA, INC.

ARTICLES OF DISSOLUTION

FILED
98 DEC 31 PM 5:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COUSINS ORECK OF AVENTURA, INC., a Florida corporation, executes the following Articles of Dissolution pursuant to section 607.1403 of the Florida Business Corporation Act:

FIRST: The name of the corporation is COUSINS ORECK OF AVENTURA, INC. (the "company").

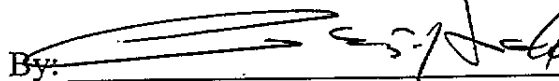
SECOND: Pursuant to section 607.1402 of the Florida Business Corporation Act, the shareholders of the company by unanimous written consent approved the dissolution of the company on December 24, 1998.

THIRD: The number of votes cast by the shareholders of the company for dissolution was sufficient for approval of that action.

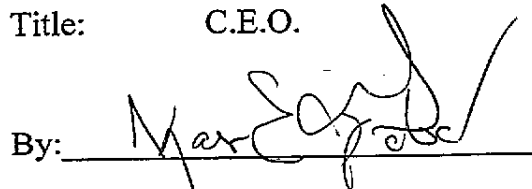
FOURTH: The effective date of the dissolution is December 31, 1998.

EXECUTED: December 24, 1998

COUSINS ORECK OF AVENTURA, INC.

By: 

Name: Charles J. Averbook
Title: C.E.O.

By: 

Name: Mark Tabor
Title: President