



THE UNITED STATES  
CORPORATION  
COMPANY

P97000109211

ACCOUNT NO. : 072100000032

REFERENCE : 043505 4392528

AUTHORIZATION

COST LIMIT : \$35.00

*Patricia Pignatelli*

FILED  
98 NOV 24 PM 4:23  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

ORDER DATE : November 24, 1998

ORDER TIME : 3:17 PM

ORDER NO. : 043505-005

500002696075--2

CUSTOMER NO: 4392528

CUSTOMER: John Tenenholtz, Esq  
Freeman Buttermann & Haber  
Suite 305  
520 Brickell Key Drive  
Miami, FL 33131

DOMESTIC FILINGS

NAME: DORSET PROPERTY FLORIDA, INC.

RECEIVED  
98 NOV 24 PM 4:14  
DIVISION OF CORPORATION

XX ARTICLES OF DISSOLUTION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

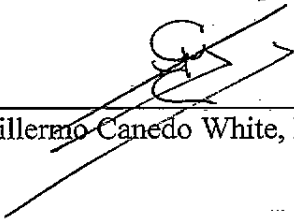
CONTACT PERSON: Robert Maxwell

EXAMINER'S INITIALS: \_\_\_\_\_

*VADS  
DEC  
11/25*

**ARTICLES OF DISSOLUTION**  
**OF**  
**DORSET PROPERTY FLORIDA, INC.**

1. The name of the corporation is DORSET PROPERTY FLORIDA, INC.
2. The dissolution of the corporation was authorized on 10/25, 1998.
3. The dissolution of the corporation was approved by unanimous written consent of the shareholders pursuant to Sections 607.1402(6) and 607.0704 of the Florida Statutes.
4. The effective date of the Articles of Dissolution shall be 11/29, 1998.
5. A copy of the Written Consent to Dissolve is attached and was signed by the Shareholders of the Corporation as of the 25 day of October, 1998.

  
\_\_\_\_\_  
Guillermo Canedo White, President

**FILED**  
98 NOV 24 PM 4:23  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**WRITTEN CONSENT  
OF THE SHAREHOLDERS OF  
DORSET PROPERTY FLORIDA, INC.  
ADOPTING PLAN OF COMPLETE LIQUIDATION**

Pursuant to Section 607.0704 of the Florida Statutes, the undersigned, being the sole Shareholder of DORSET PROPERTY FLORIDA, INC. hereby consents to the adoption of the following Plan of Complete Liquidation and Dissolution pursuant to and in accordance with Section 331 of the Internal Revenue Code of 1986, as amended:

1. The officers are authorized and directed to proceed promptly to wind up the corporation's affairs, to collect and reduce to possession its assets, to pay or provide for its liabilities and to distribute the remaining assets, subject to all remaining liabilities, to the shareholders in proportion to the number of shares owned by them in cancellation of their shares.

2. As soon as practicable, the officers shall take all appropriate and necessary action to dissolve the corporation under Florida law.

Dated as of the 25 day of October, 1998.

  
\_\_\_\_\_  
Guillermo Canedo White

Being the sole shareholder of the Corporation

**CERTIFIED COPY OF WRITTEN CONSENT  
OF THE SHAREHOLDERS OF  
DORSET PROPERTY FLORIDA, INC.  
ADOPTING PLAN OF COMPLETE LIQUIDATION**

I hereby certify that the attached is a true and correct copy of the Written Consent of The  
Shareholders of Dorset Property Florida, Inc. Adopting Plan of Complete Liquidation.



\_\_\_\_\_  
Guillermo Canedo White, Secretary