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PLEASE REPLY TO ORLANDO OFFICE

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OF COUNSEL
DEBORAH J. TOWNSEND**
LAURA A. QUIGLEY, P.A.***
CARL-CHRISTIAN THIER, LL.M.****

* BOARD CERTIFIED IN REAL ESTATE
** BOARD CERTIFIED IN IMMIGRATION
*** BOARD CERTIFIED IN TAXATION
**** ADMITTED IN NEW YORK AND GERMANY ONLY

May 12, 1999

Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

7000002875357--5
-05/14/99--01049--016
*****35.00 *****35.00

Re: Articles of Dissolution for Fairmont Florida
Vacations, Inc.

Ladies/Gentlemen:

Please find enclosed the original and one copy of the
Articles of Dissolution for the above referenced corporation
together with our firm check in the amount of \$35.00.

Please verify that the change has been made. Should you
require any additional information, please feel free to contact
mr.

Very truly yours,



G. Steven Brown

GSB/mes
Enclosure

FILED
99 MAY 14 PM 3:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

mes\Fairmont\state.ltr

Dissolution
LFB 5-21-99

FILED

99 MAY 14 PM 3:38

FLORIDA
ARTICLES OF DISSOLUTION OF
FAIRMONT FLORIDA VACATIONS, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Section 607.1403 of the Florida Business Corporation Act of Florida, the undersigned Corporation adopts these Articles of Dissolution.

ARTICLE ONE

NAME

The name of the Corporation is FAIRMONT FLORIDA VACATIONS, INC.

ARTICLE TWO

DISSOLUTION AUTHORIZED

Dissolution of the Corporation was authorized on April 20, 1999.

ARTICLE THREE

SHAREHOLDER APPROVAL

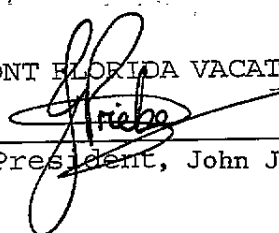
The number of votes cast by the shareholders for dissolution was sufficient for approval.

ARTICLE FOUR

EFFECTIVE DATE

The Effective Date of these Articles of Dissolution shall be the date of filing with the State of Florida.

FAIRMONT FLORIDA VACATIONS, INC.

By: 
President, John J. Priebe