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SMITH, HOOD, PERKINS, LOUCKS,
STOUT, ORFINGER & SELIS

A Partnership of Professional Associations

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CHARLES D. HOOD, JR.
TERENCE R. PERKINS
WILLIAM E. LOUCKS
LARRY R. STOUT
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SCOTT A. SELIS
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HARRY G. McCONNELL
Of Counsel

April 16, 1999

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

700002843937--3
-04/19/99--01107--004
*****35.00 *****35.00

Re: Northport Holdings, Inc.

Gentlemen:

Enclosed is original and one copy of Articles of Dissolution for filing. Also enclosed is our firm check in the amount of \$35.00 in payment of the filing fee.

Thank you.

Very truly yours,

WE Loucks

William E. Loucks

WEL/gr
Enclosures

FILED
99 APR 19 AM 11:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FILED
99 APR 19 AM 11:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF DISSOLUTION
OF
NORTHPORT HOLDINGS, INC.**

We, the undersigned, as President and Secretary of NORTHPORT HOLDINGS, INC., a corporation organized under the laws of the State of Florida, do hereby, for the purpose of compliance with the provisions of Section 607.267 Florida Statutes, in relation to the voluntary dissolution of corporations, make and attest these Articles of Dissolution and certify as follows:

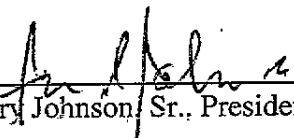
1. The name of the corporation is NORTHPORT HOLDINGS, INC.
2. The names, titles and post office addresses of the officers of the corporation are:

NAME	TITLE	POST OFFICE ADDRESS
Jerry Johnson, Sr.	President	3925 S. Nova Rd., Suite 2 Port Orange, FL 32127
Dipak D. Jobalia	Secretary	846 Riverside Drive Ormond Beach, FL 32176

3. That all debts, obligations, and liabilities of the corporation have been paid or discharged or that adequate provision has been made therefor.
4. That no property remained for distribution to shareholders after applying it to the payment of the liabilities and obligations of the corporation.
5. That there are no actions pending against the corporation in any court or that adequate provision has been made for the satisfaction of any judgment, order, or decree which may be entered against it in any pending action.

6. The corporation elected to dissolve by written consent of all shareholders, a copy of the written consent to dissolve and a statement that such written consent has been signed by all shareholders of the corporation is attached.

IN WITNESS WHEREOF, we have made and executed these Articles this 30th day of March, 1999

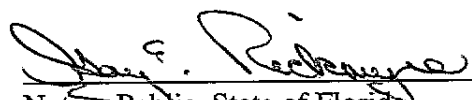

Jerry Johnson Sr., President


Dipak D. Jobalia, Secretary

STATE OF FLORIDA

COUNTY OF VOLUSIA

The foregoing was acknowledged before me this 30th day of March, 1999, by Jerry Johnson, Sr. and Dipak D. Jobalia, the President and Secretary, respectively, of Northport Holdings, Inc., on behalf of the corporation. They are personally known to me.


Notary Public, State of Florida
at Large
My Commission Expires: 7-8-99




GAY E. RICKMYRE
MY COMMISSION # CC454526 EXPIRES
July 8, 1999
BONDED THRU TROY FAIN INSURANCE, INC.

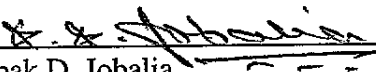
NOTICE OF SHAREHOLDERS' RESOLUTION TO DISSOLVE CORPORATION

We, being the shareholders of NORTH PORTHOLDINGS, INC., a corporation organized and existing under the laws of the State of Florida and having its principal and registered office at 3925 S. Nova Rd., Suite 2, Port Orange, Florida 32127, deeming it advisable and for the benefit of the corporation that the same should be forthwith dissolved, do hereby give our consent in writing to the dissolution of the company, as provided by F. S. 607.254, and of all the acts amendatory and supplemental thereto, and do sign this consent to the end that it may be filed in the office of the Secretary of State of Florida.

DATED: March 30, 1999



Jerry Johnson, Sr., Shareholder



Dipak D. Jobalia