

KENT HUFFMAN
ATTORNEY AT LAW
223 SUNSET AVENUE SUITE 260
PALM BEACH, FLORIDA 33480

Telephone: (561) 833-5833
Fax: (561) 835-0855
e-mail: huffman@bellsouth.net

October 10, 2001

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

Re: 505 NORTH OCEAN, INC.
Our File Number: 5328

Dear Madam or Sir:

Accompanying this letter you will find Articles of
Dissolution of the referenced entity, together with a check in the
amount of \$43.75 to cover your fee for filing the Articles of
Dissolution and returning a certified copy to this office.

Thank you for your kind assistance.

300004641453--5
-10/18/01--01034--014
*****43.75 *****43.75

Sincerely,

Kent Huffman

KH/mac

FILED
01 OCT 18 PM 2:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Vol 105
10-22
7

**ARTICLES OF DISSOLUTION OF
5050 NORTH OCEAN, INC.**

FILED
01 OCT 18 PM 2:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.257 of the Florida General Corporation Act, the undersigned corporation adopts the following Articles of Dissolution for the purpose of dissolving the corporation:

ARTICLE I

The name of this corporation is: 5050 NORTH OCEAN, INC.

ARTICLE II

The names and address of the Officers are:

NAME	OFFICE	ADDRESS
Kent Huffman	President/Secretary	223 Sunset Avenue Suite 260 Palm Beach, FL 33480

ARTICLE III

The names and addresses of the Directors are:

NAME	ADDRESS
Michael Steinpichler	223 Sunset Avenue, Suite 260 Palm Beach, FL 33480
Horst-Ewald Pferdekämper	223 Sunset Avenue, Suite 260 Palm Beach, FL 33480

ARTICLE IV

All debts, obligations and liabilities of the corporation have been paid or discharged or adequate provision has been made therefor.

ARTICLE V

All remaining property and assets of the corporation have been distributed among the shareholders in accordance with their respective rights and interests.

ARTICLE VI

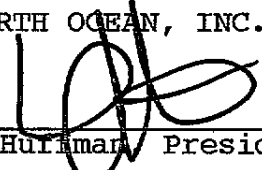
There are no actions pending against the corporation in any court.

ARTICLE VII

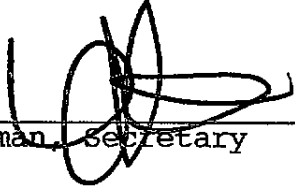
A Statement of Intent to Dissolve 5050 NORTH OCEAN, INC., is being filed with the Secretary of State of Florida of even date herewith, a copy of which is attached hereto as EXHIBIT "A" and made a part hereof by specific reference.

DATED this 16th day of August, 2001, at Palm Beach, Florida.

5050 NORTH OCEAN, INC.

By: 
Kent Huffman, President

ATTEST:


Kent Huffman, Secretary

(CORPORATE SEAL)

STATE OF FLORIDA)

COUNTY OF PALM BEACH)

BEFORE ME, the undersigned authority, personally appeared Kent Huffman, known to me and known by me to be the President and Secretary of 5050 NORTH OCEAN, INC., the corporation named in the foregoing instrument and he acknowledged before me that he executed the foregoing Articles of Dissolution and did freely and voluntarily subscribe the same as the act and deed of said corporation and for the uses and purposes therein expressed.

WITNESS my hand and official seal in the County and State last aforesaid this 10 day of ~~August~~, 2001.
OCTOBER

Barbara Wylie Barbara Wylie
Notary Public
State of Florida at Large



Barbara Wylie
Commission # DD 012695
Expires April 22, 2005
Bonded Thru
Atlantic Bonding Co., Inc.

STATEMENT OF INTENT TO DISSOLVE
5050 NORTH OCEAN, INC.
BY ACT OF THE CORPORATION

Pursuant to the provisions of Section 607.257 of the Florida General Corporation Act, the undersigned corporation submits the following statement of intent to dissolve the corporation by act of the corporation.

1. The name of the Corporation is: 5050 NORTH OCEAN, INC.
2. The following Resolutions to dissolve the corporation were adopted by the Directors and Shareholders on the 16th day of August, 2001:

DIRECTOR'S RESOLUTION FOR DISSOLUTION OF THE CORPORATION

"BE IT RESOLVED that it is in the best interest of this Corporation that the Corporation be dissolved immediately in accordance with Section 607.257 of the Florida Statutes, and that a Special Meeting of the Shareholders of the Corporation shall be called on the 16th day of August, 2001 to be held at 223 Sunset Avenue, Suite 260, Town of Palm Beach, Florida, for the purpose of voting on the Resolution to dissolve the Corporation, and that the purpose of the meeting will be to vote upon the resolution of the Board of Directors recommending dissolution and that in the event the shareholders favorably vote upon the Resolution for Dissolution, then the President and Secretary of the corporation shall prepare and execute Articles of Dissolution and comply with such other procedures of the Florida Statutes as are required for dissolution."

ADOPTED by the Board of Directors this 16th day of August, 2001.

/s/ Michael Steinpichler,
Director

/s/ Horst-Ewald Pferdekämper,
Director

SHAREHOLDERS' RESOLUTION FOR DISSOLUTION
OF THE CORPORATION

"BE IT RESOLVED that the Shareholders believe that it is in the best interest of the Corporation to dissolve immediately in accordance with Section 607.257 of the Florida Statutes, and hereby approve the Board of Directors Resolution for dissolution and vote for dissolution of this corporation."

/s/ Shareholder:
Palm Beach Tamarin, Inc.,

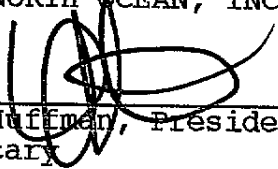
/s/ Shareholder:
Horst-Ewald Pferdekämper

3. The number of shares of the corporation outstanding at the time of such adoption was 100; and the number of shares entitled to vote thereon was 100.

4. The number of shares voted for such resolution was 100; and the number of shares voted against such a resolution was 0.

Dated this 16th day of August, 2001.

5050 NORTH OCEAN, INC.



Kent Huffman, President,
Secretary

5050 NORTH OCEAN, INC.
ACCOUNTING AND DISTRIBUTION SCHEDULE
UPON DISSOLUTION

All assets of the corporation remaining after the payment of the liabilities shall be distributed to the owners of the common stock of the corporation as follows:

PALM BEACH TAMARIN, INC.	50%
Horst-Ewald Pferdekämper	50%

Adopted by the Officers, Directors and Shareholder of the the corporation on the 16th day of August, 2001.

5050 NORTH OCEAN, INC.,

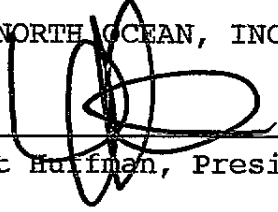
by 
Kent Huffman, President

EXHIBIT "A"