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November 25, 1998

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-11/30/98--01052--012  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314-6327

**Re: Fidelity Financial Services Group, Inc.**

Gentlemen:

Enclosed please find an original and one copy of the Articles of Dissolution for the above-referenced corporation, together with this firm's check in the sum of \$35.00 to cover the cost of dissolution. I would appreciate you returning the copy to me with the filing information. Should there be any questions, please feel free to call me collect at the above telephone number. Thanking you in advance for your prompt attention to this matter, I am

Very truly yours,



Edward W. Becht

EWB/clh  
Enclosures

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

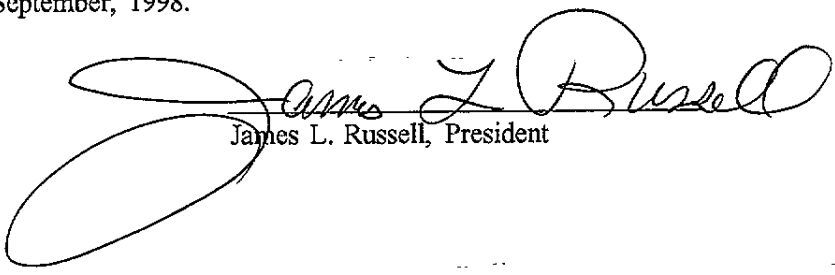
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF DISSOLUTION**  
**(§ 607.1403)**

1. The name of the corporation is **FIDELITY FINANCIAL SERVICES GROUP, INC.**
2. The shareholders of the corporation adopted a resolution to dissolve on the 21st day of September, 1998.
3. The dissolution was approved by the shareholders of **FIDELITY FINANCIAL SERVICES GROUP, INC.** and approved by a unanimous vote.
4. The effective date of these Articles of Dissolution should be the 30th day of November, 1998.
5. The names and respective addresses of its officers are:  
  
James L. Russell, c/o Edward W. Becht, P.A., 321 S. 2nd St., Ft. Pierce, FL 34950  
Sam Falco, Sr., c/o Edward W. Becht, P.A., 321 S. 2nd St., Ft. Pierce, FL 34950
6. The names and respective addresses of its directors are:  
  
James L. Russell, c/o Edward W. Becht, P.A., 321 S. 2nd St., Ft. Pierce, FL 34950  
Sam Falco, Sr., c/o Edward W. Becht, P.A., 321 S. 2nd St., Ft. Pierce, FL 34950
7. All debts, obligations and liabilities of the corporation have been paid or discharged or adequate provision has been made therefor.
8. All the remaining property and assets of the corporation have been distributed to its shareholders in accordance with their respective rights and interests.
9. There are no actions pending against the corporation in any court.
10. A copy of the resolution to dissolve is attached. That resolution was adopted by the shareholders of the corporation on the 21st day of September, 1998.

DATED this 21st day of September, 1998.

  
James L. Russell, President

STATE OF FLORIDA

COUNTY OF St. Lucie

The foregoing instrument was acknowledged before me this 21st day of September, 1998, by **JAMES L. RUSSELL**, as President of **FIDELITY FINANCIAL SERVICES GROUP, INC.**, a **FLORIDA** corporation, on behalf of the corporation. He is personally known to me x, or has produced \_\_\_\_\_ as identification and did \_\_\_\_\_/did not x take an oath.



EDWARD W BECHT  
My Commission **CC366706**  
Expires May. 01, 1998  
Bonded by HAI  
800-422-1555

Edward W. Becht  
Print: Edward W. Becht  
Title: Notary Public  
Serial No: \_\_\_\_\_  
My Commission expires: \_\_\_\_\_

## CORPORATE RESOLUTION

THIS SHALL CERTIFY that the following resolution was duly adopted by the Board of Directors of FIDELITY FINANCIAL SERVICES GROUP, INC., at a duly called and constituted meeting of the Board of Directors of said corporation on the 21st day of September, 1998.

RESOLVED, that the Corporation shall be dissolved in accordance with the Minutes of Joint Special Meeting of Stockholders and Directors and the Written Consent of the Stockholders and Directors.

FURTHER RESOLVED, that the President and Secretary of the Corporation are hereby authorized and empowered to execute any and all necessary documents to effectuate the foregoing Resolution.

WITNESS the hand and seal of the corporation this 21st day of September, 1998.

Fidelity Financial Services Group, Inc.

(Corporate Seal)

By: 

James L. Russell, President

STATE OF FLORIDA

COUNTY OF St. Lucie

I HEREBY CERTIFY that on this 21st day of September, 1998, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared JAMES L. RUSSELL well known to me to be the President of the above corporation and that he acknowledged executing the same freely and voluntarily under authority duly vested in him by said corporation and that the seal affixed thereto is the true and corporate seal of said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed by official seal in the County and State aforesaid, the day and year first above written.



Printed: Edward W. Becht

Notary Public

My Commission expires:



EDWARD W BECHT  
My Commission CC388708  
Expires May. 01, 1998  
Bonded by HAI  
800-422-1555