798000062364 CHAFFE, MCCALL, PHILLIPS, TOLER & SARPY, L.L.P.

2300 ENERGY CENTRE

202 TWO UNITED PLAZA 8550 UNITED PLAZA BLVD. BATON ROUGE, LOUISIANA 70809 (225) 922-4300 FAX (225) 922-4304 IIOO POYDRAS STREET

NEW ORLEANS, LOUISIANA 70163-2300

(504) 585-7000 FAX (504) 585-7075 www.chaffe.com EDIFICIO EXA
PISO 10, OFIC. PH-10
AVENIDA VENEZUELA ENTRE
CALLES EL RETIRO Y ALAMEDA
EL ROSAL
CARACAS, VENEZUELA
(OII) (582) 952-2505
FAX (OII) (582) 953-6513

Keith M. Benit

WRITER'S DIRECT DIAL: (504) 585-7582 Direct Fax No. (504) 544-6040 e-mail: benit@chaffe.com

June 7, 2001

000004418260--8 -06/13/01-0081-029 *****43.75 *****43.75

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

Re:

Ocoee Park Cemetery, Inc.

Dear Sir:

Enclosed herewith please find the following items:

1. Articles of Dissolution of Ocoee Park Cemetery, Inc.; and

2. Check in the sum of \$43.75 to cover your filing fee of \$35.00 plus \$8.75 to for certified copy.

Please file the original Articles of Dissolution in your records and return a certified copy to me. For your convenience, a self-addressed, metered envelope is also enclosed.

Should you have any questions, please do not hesitate to contact me at (504) 585-7582.

Thanking you in advance for your prompt response, I remain

Sincerely yours,

Keith M. Renit

KMB/gf Enclosures

511832

Dissolution

T BROWN JUN 2 2 2001

ARTICLES OF DISSOLUTION

OI JUN 13 PM 3: 50
TALLAHASSEE, FLORISE

Pursuant to section 607.1403, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST:	The name of the corporation is: Ocoee Park Cemetery, Inc.
SECOND:	The date dissolution was authorized: June 7, 2001
THIRD:	Adoption of Dissolution (CHECK ONE)
	solution was approved by the shareholders. The number of votes cast for dissolution sufficient for approval.
Dis	solution was approved by vote of the shareholders through voting groups.
	The following statement must be separately provided for each voting group ntitled to vote separately on the plan to dissolve:
The	number of votes cast for dissolution was sufficient for approval by
	(voting group)
Sig	gned this day of
Signature _	(By the Chairman or Vice Chairman of the Board, President, or other officer)
	William E. Rowe
	(Typed or printed name)
	Chairman of the Board
	(Title)