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January 26, 2002

Division of Corporations
PO Box 6327
Tallahassee, Florida 32314

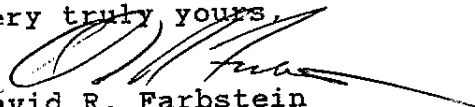
RE: Royal Palm Executive Bays, Inc.

100004882771--D
-02/06/02--01033--001
*****35.00 *****35.00

Dear Sirs:

Please find enclosed one original Articles of Dissolution and copy
alongwith my trust account check no. 1926 in the amount of \$35.00
for the filing fee. Please process this Amendment and send this
office back a filed copy.

Very truly yours,


David R. Farbstein
DRF/me

FILED STATE
SECRETARY OF CORPORATIONS
02 FEB -6 PM 11:18

Valid

V SHEPARD FEB 8 2002

ARTICLES OF DISSOLUTION
PURSUANT TO SECTION 607.1403
OF THE
FLORIDA BUSINESS CORPORATION ACT

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 FEB -6 AM 11:18

Pursuant to the provisions of Section 607.1403 of the Florida Business Corporation Act, the undersigned corporation adopts the following Articles of Dissolution for the purpose of dissolving the corporation:

1. The name of the corporation is: ROYAL PALM EXECUTIVE BAYS, INC.
2. The dissolution was authorized on January 2, 2002.
3. The number of votes cast by the shareholders was sufficient for approval.

DATED this 2 day of January, 2002.



PAUL M. GLAPENHEIN, JR., President



CAROL GLAPENHEIN, Secretary