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February 22, 2000

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

IN RE: CAVALIER TITLE & ESCROW, INC.

Gentlemen:

Enclosed are the original and one copy of the Articles of Dissolution, Resolution for Corporate Dissolution, Waiver of Notice and the Shareholders Resolution Dissolving Corporation for the above named Florida corporation.

Also enclosed is a check in the amount of \$35.00.

Thank you for your courtesy and cooperation in this matter.

Very truly yours,

JORDAN L. WALLACH, P.A.

Jordan L. Wallach, Esquire

JLW/srn
Enclosures

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 FEB 24 AM 9:35

FILED

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IN RE:
THE DISSOLUTION OF
CAVALIER TITLE & ESCROW, INC.
ARTICLE OF INCORPORATION # P99000072292

FILED
00 FEB 24 AM 9:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF DISSOLUTION

Pursuant to Florida Statutes 607.1403, Florida Statutes, this
Florida for profit corporation submits the following Articles of
Dissolution:

FIRST: The name of the corporation is CAVALIER TITLE & ESCROW,
INC.

SECOND: The day Dissolution was authorized 2/11/00.

THIRD: Adoption of Dissolution

Dissolution was approved by the Shareholders. The number of
votes cast for dissolution was unanimous.

Dissolution was approved by the Board of Directors. The
number of votes cast for dissolution was unanimous.

The Shareholders and Board of Directors of the Corporation hereby
authorize the dissolution of the corporation acting in accordance
with Florida Statutes.


TAMEALA MALÝ, DIRECTOR


TAMEALA MALÝ, SHAREHOLDER

SHAREHOLDERS RESOLUTION DISSOLVING CORPORATION

BE IT RESOLVED:

The Shareholders believe that it is in the best interest of the corporation to dissolve in accordance with Section 607.1402 of the Florida Statutes and hereby approve the Board of Directors resolution for dissolution and vote for dissolution of this corporation.

Dated: February 11, 2000

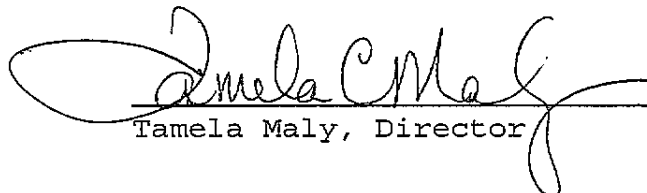

TAMELA MALY, SHAREHOLDER

BOARD OF DIRECTORS RESOLUTION DISSOLVING CORPORATION

BE IT RESOLVED:

The Board of Directors believe that it is in the best interest of the corporation to dissolve in accordance with Section 607.1402 of the Florida Statutes and hereby approve the Board of Directors resolution for dissolution and vote for dissolution of this corporation.

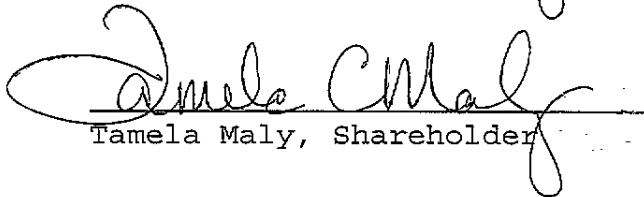
Dated: February 11, 2000


Tamela Maly, Director

WAIVER OF NOTICE

The undersigned Director and Shareholder of the corporation known as Cavalier Title & Escrow, Inc., do hereby waive notice of meeting and does hereby consent to the action taken by the Directors and Shareholders as set forth above.


Tamela Maly, Director


Tamela Maly, Shareholder

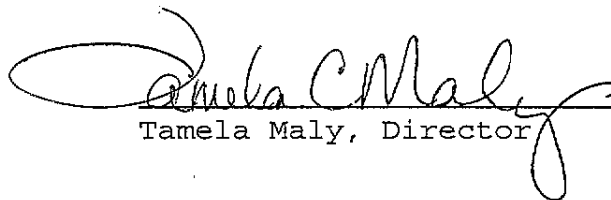
RESOLUTION FOR CORPORATE DISSOLUTION

BE IT RESOLVED:

That it is in the best interest of this Corporation, that this Corporation be dissolved in accordance with Section 607.1402 of the Florida Statutes, and that a special meeting of the Shareholders of the Corporation shall be called on February 11, 2000 to be held at 1800 Second Street, Suite 900, Sarasota, Florida 34236 for the purpose of voting on the Resolution to Dissolve the Corporation.

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 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 11th day of February, 2000...


Tamela Maly, Director