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(813) 441-8966 FAX (813) 442-8470

IN REPLY REFER TO

December 26, 1996

Clearwater

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

VIA FEDERAL EXPRESS

Re: **Dissolution of Corporation**

800002041538--8
-12/30/96-01088-003
*****35.00 *****35.00

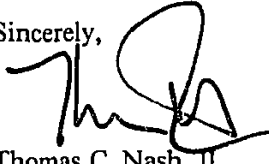
Dear Sir or Madam:

Enclosed are Articles of Voluntary Dissolution of Bouchard/Premium Travel, Inc. and our check in the amount of \$35 to cover the filing fee. I would appreciate it if you would proceed to dissolve this corporation as of the date of the execution of the Articles of Dissolution which is December 20, 1996.

If you have any questions or need additional information, please contact me collect at (813) 441-8966 since we need to have this corporation dissolve this year.

Thank you for your assistance in this matter.

Sincerely,


Thomas C. Nash, II

TCN/skb

Enclosure

SH 1/10
Vol. Diss.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

95 DEC 30 AM 8:51

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ARTICLES OF VOLUNTARY DISSOLUTION OF CORPORATION

STATE OF FLORIDA
COUNTY OF PINELLAS

We, the undersigned President and Secretary of **BOUCHARD/PREMIUM TRAVEL, INC.**, a corporation organized under the laws of the State of Florida, do hereby, for the purposes of complying with the provisions of Florida Statute 607.1403 (1995), in relation to the voluntary dissolution of a corporation, make and attest these Articles of Dissolution and attach hereto the written consent of the Shareholders of **BOUCHARD/PREMIUM TRAVEL, INC.** for dissolution and certify as follows:

1. The name of the Corporation is **BOUCHARD/PREMIUM TRAVEL, INC.** The Articles of Incorporation of said Corporation were filed in the office of the Secretary of State of Florida on the 17th day of January, 1991. Said Corporation desires to dissolve. The dissolution was authorized by the Board of Directors of the Corporation on December 20, 1996, as further referenced herein.

2. The names and addresses of the Officers and Directors of the Corporation are as follows:

Roger Bouchard
President
P. O. Box 6090
Clearwater, FL

Timothy Bouchard
Secretary/Treasurer
P. O. Box 6090
Clearwater, FL

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

4. All remaining property and assets of the Corporation have been distributed among the Shareholders in accordance with their respective rights and interests.

5. There are no actions pending against the Corporation in any court.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

6. The Board of Directors and Shareholders of said Corporation in a meeting duly held and called for that purpose at the offices of Macfarlane Ferguson & McMullen, notice of such meeting being duly waived by each and all of the Directors and Shareholders by written waiver in writing and forming a part of the Minutes of said meeting, did, by unanimous vote of the whole Board and all Shareholders, adopt the following resolutions:

RESOLVED that in the judgment of this Board of Directors it is deemed desirable and advisable to dissolve this Corporation; and

BE IT FURTHER RESOLVED, that the President and Secretary execute Articles of Dissolution showing the adoption of these resolutions and that they also attest the written consent of the Shareholders of the Corporation that the Corporation be dissolved and execute and verify all of the statements required by law to dissolve said Corporation pursuant to the provisions of Florida Statutes; and

THAT the President and Secretary cause such Articles of Dissolution to be filed in the office of the Secretary of State; and

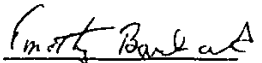
THAT the Officers and Directors of the Corporation take such further action as may be required to effectuate the dissolution of the Corporation and to wind up its business and affairs pursuant to provisions of Florida Statutes.


AND WHEREUPON, at said meeting, the owners and holders of the entire issued and outstanding stock of the Corporation did signify their consent, in writing, that such Corporation be dissolved by signing and executing the consent, which is affixed hereto and forms a part hereof.

IN WITNESS WHEREOF, we have made and executed these Articles of Dissolution this
20th day of December, 1996.

Attest:

BOUCHARD/PREMIUM TRAVEL, INC.



Timothy Bouchard, Secretary

By:  (SEAL)
Roger Bouchard, President

STATE OF FLORIDA
COUNTY OF PINELLAS

I HEREBY CERTIFY that before me personally appeared ROGER BOUCHARD and TIMOTHY BOUCHARD, as President and Secretary, respectively, of BOUCHARD/PREMIUM TRAVEL, INC., a Florida corporation, to me personally known or who have produced _____ as identification, known to me to be the persons described in and who executed the foregoing instrument, and severally acknowledged the execution thereof to be their free act and deed as such officers, for the uses and purposes therein expressed, and that they affixed thereunto the official seal of said corporation and the said instrument is the act and deed of said corporation.

WITNESS my hand and seal at Clearwater, said County and State, this 23RD day of December, 1996.


Notary Public


Print Notary Name

My Commission Expires:

DELORES B. MOORE
NOTARY PUBLIC STATE OF FLORIDA
MY COMM. E. P. AUG. 10, 1999
COMM. # CC 466630