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\*BOARD CERTIFIED REAL ESTATE LAWYER  
\*\*ALSO ADMITTED IN THE DISTRICT OF COLUMBIA

July 22, 1997

Division of Corporations  
409 E. Gaines  
Post Office Box 6327  
Tallahassee, Florida 32301

900002247069--5  
-07/24/97--01103--006  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

Re: Grand Harbor Development Company

Dear Sir or Madam:

Enclosed please find original and two copies of Articles of Dissolution for Grand Harbor Development Company, together with a check in the amount of \$87.50 to cover the filing fee and one (1) certified copy.

Please return the Certified Articles of Dissolution to me at the above address. Thank you for your assistance in this matter.

Very truly yours,

*William W. Caldwell*

WILLIAM W. CALDWELL  
For the Firm

/mjw  
Enclosures

cc: Mr. Donald C. Proctor  
Larry P. King, CPA

*Effective  
8-1-97*

FILED  
97 JUL 24 AM 11:05  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Doc  
7/31*

*Vol. Diss.*

**ARTICLES OF DISSOLUTION  
OF  
GRAND HARBOR DEVELOPMENT COMPANY**

*Effective 8-1-97*  
**FILED**  
97 JUL 24 AM 11:05  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1403 of the Florida Statutes, these Articles of Dissolution provide that:

**ARTICLE I - NAME**

The name of the corporation is **GRAND HARBOR DEVELOPMENT COMPANY** (the "Corporation").

**ARTICLE II - DATE DISSOLUTION AUTHORIZED**

The dissolution was authorized on June 10, 1997 to be effective August 1, 1997.

**ARTICLE III - SHAREHOLDER APPROVAL**

The dissolution was approved by a majority of the Corporation's directors and shareholders, which is sufficient for dissolution of the Corporation.

IN WITNESS WHEREOF, these Articles of Dissolution have been executed on behalf of the Corporation by its duly authorized officer on July 21, 1997.

**GRAND HARBOR DEVELOPMENT  
COMPANY**

By:   
Donald C. Proctor, President

Attest:   
Ronald V. D'Haeseleer, Secretary

(Corporate Seal)

STATE OF FLORIDA  
COUNTY OF INDIAN RIVER

BEFORE ME, the undersigned officer, personally appeared DONALD C. PROCTOR, as President of GRAND HARBOR DEVELOPMENT COMPANY, named in the foregoing Instrument, and acknowledged before me that he executed the same freely and voluntarily under the authority duly vested in him by said corporation and that the seal affixed thereto is the true corporate seal of said corporation.

WITNESS my hand and official seal in the State and County aforesaid this 21st day July, 1997.



JANICE B. MC DUFFIE  
My Comm. Exp. 2/19/00  
Bonded By Service Ins  
No. CC533752

115 South St. Suite 100  
Titusville, FL 32781

(Notary Seal)

*Janice B. Mc Duffie*  
Notary Public. JANICE B. MC DUFFIE  
State of Florida at Large.  
My Commission Expires: \_\_\_\_\_