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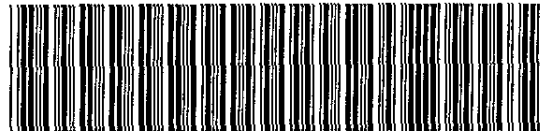
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TALLAHASSEE, FLORIDA

AA-1-10

LAW OFFICES OF
GOULD, COOKSEY, FENNELL,
O'NEILL, MARINE, CARTER & HAFNER, P.A.

JOHN R. GOULD (1921-1988)
BYRON T. COOKSEY
DARRELL FENNELL
EUGENE J. O'NEILL*
CHRISTOPHER H. MARINE
DAVID M. CARTER
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OF COUNSEL
SAMUEL A. BLOCK

*FL. BOARD CERTIFIED
CIVIL TRIAL AND BUSINESS LITIGATION

**FL. BOARD CERTIFIED
WILLS, TRUSTS AND ESTATES

December 31, 2002

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32301


Re: Rapture Enterprises, Inc.

Ladies and Gentlemen:

Enclosed please find an original and one copy of the Articles of Dissolution for Rapture Enterprises, Inc., together with this firm's check in the amount of \$35.00 for the filing fee. Please return one copy of the Articles of Dissolution when same have been filed. A self-addressed, stamped envelope is provided for your convenience in returning the document to me.

Thank you for your assistance in this matter.

Sincerely,


for Todd W. Fennell

TWF:dj
Enclosures
cc: Burton G. Tremaine, III

**ARTICLES OF DISSOLUTION PURSUANT TO SECTION 607.1403
OF THE FLORIDA BUSINESS CORPORATION ACT OF
RAPTURE ENTERPRISES, INC.**

TO: Department of State
Tallahassee, FL 32314

Date Paid: _____
Filing Fee: \$35.00

Pursuant to the provisions of §607.1403 of the Florida Business Corporation Act, RAPTURE ENTERPRISES, INC. (hereinafter, the "Corporation"), adopts the following Articles of Dissolution for the purpose of dissolving the Corporation:

1. The name of the Corporation is RAPTURE ENTERPRISES, INC.
2. Dissolution was authorized by all of the Directors and all of the Shareholders on December 19, 2002.
3. The number of votes cast for dissolution was sufficient for approval.
4. The effective date of the dissolution shall be December 31, 2002.

Dated: December 23, 2002.

RAPTURE ENTERPRISES, INC.


BURTON G. TREMAINE, III, President

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