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Attorney at Law

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June 24, 1999

Secretary of State
Corporation Division
P.O. Box 6327
Tallahassee, FL 32314

900002917439--9
-06/28/99-01114--020
*****35.00 *****35.00

Re: B & B TRAVEL, INC.

Dear Sir/Madam:

Enclosed are the Articles of Dissolution for the captioned corporation. Also enclosed is a check in the amount of \$35.00 to cover the fee.

Please direct any questions to the undersigned at the above address.

Sincerely yours,


J. DANIEL BREDE

JDB/jkg
Enclosures

FILED
JUN 28 AM 9:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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S416749
FL 1/15
3286-28-99

ARTICLES OF DISSOLUTION

FOR

B & B TRAVEL, INC.

Pursuant to Florida Statutes, Sections 607.1402 and 607.1403, these Articles of Dissolution are hereby filed by B & B TRAVEL, INC., a Florida corporation, Florida document number S46749.

1. The name of the Corporation is B & B TRAVEL, INC.
2. Dissolution of this Corporation has been authorized by unanimous agreement of the shareholders by Consent Resolution dated June 12, 1999. The number of shareholders' votes cast in favor of dissolution was sufficient for approval.
3. The effective date for dissolution is June 30, 1999.

B & B TRAVEL, INC.

BY: Brenda L. Sulmonetti
BRENDA L. SULMONETTI
Its President

FILED
99 JUN 28 AM 9:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA)
COUNTY OF PALM BEACH) SS
)

Before me appeared BRENDA L. SULMONETTI, the President of B & B TRAVEL, INC., to me well known and known to me to be the person described in and who executed the foregoing instrument, and swore to and acknowledged before me that she executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal, this 12th day of June, 1999.



Susan F. Drake
Notary Public
My Commission Expires:

WRITTEN CONSENT FOR CORPORATE ACTION

BY SHAREHOLDERS OF

B & B TRAVEL, INC.

Pursuant to Florida Statutes Section 607.0704, the shareholders of B & B TRAVEL, INC., a Florida Corporation (the "Corporation"), do hereby agree, consent to, adopt and order the following:

1. Each of the undersigned, constituting 100% of the shareholders of the Corporation, hereby waives all formal requirements, including the necessity of holding a formal or informal meeting, and any requirement that notice of such meeting be given.

2. The following resolutions are hereby adopted and approved:

RESOLVED, that the shareholders of the Corporation consent to the liquidation and dissolution of the Corporation; and it is

FURTHER RESOLVED, that the Corporation shall pay all of its debts, and assign any and all of its remaining assets of any kind whatsoever to its shareholders; and it is

FURTHER RESOLVED, that Brenda Sulmonetti, as President of the Corporation be, and she hereby is, authorized and directed to do and perform such acts as may be necessary or appropriate for the carrying out of the purposes of the foregoing resolutions and shall cause to be filed with the Florida Department of State the Articles of Dissolution executed by the Corporation through its President.

3. This Consent Resolution has been delivered to the Corporation this date.

4. The action contained herein shall be effective as of June 30, 1999.

Dated: June 12, 1999

SHAREHOLDERS:


BRENDA L. SULMONETTI


BRIAN K. SULMONETTI