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October 14, 1997

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*****35.00 *****35.00

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

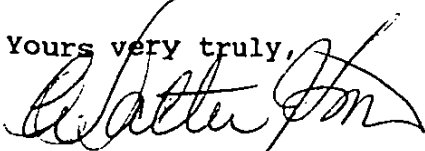
Re: Dissolution of McInnis-Wright Development Corp.

Gentlemen:

Enclosed herewith please find the original and one copy of the Articles of Dissolution with Resolution of voluntary dissolution attached for the above-referenced corporation to be filed with your office. Our check is also enclosed for the filing fee in the amount of \$35.00.

If you have any questions, please feel free to contact me. I would appreciate your returning a conformed copy of the Articles at your earliest convenience.

Yours very truly,



WALTER J. SMITH

WJS/aw

Encls.

FILED
97 OCT 16 PM 12:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JWS
10/20

Vol. Dis.

ARTICLES OF DISSOLUTION
OF
McINNIS-WRIGHT DEVELOPMENT CORP.
A Florida Corporation

FILED
97 OCT 16 PM 12:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

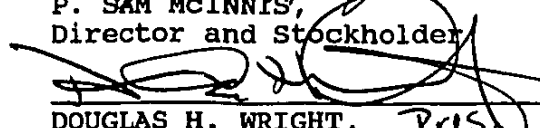
Pursuant to Section 607.1401, Florida Statutes, this Florida profit corporation submits the following for the purpose of dissolving:

1. The name of the corporation is McINNIS-WRIGHT DEVELOPMENT CORP.
2. The Articles of Incorporation were filed on July 2, 1991.
3. The corporation was authorized to be dissolved on October 15, 1997.
4. No debts of the corporation remain unpaid.
5. The dissolution of the corporation is hereby approved by the undersigned individuals who are the sole stock-holders and sole directors of the corporation and the number of votes cast for dissolution was sufficient for approval to dissolve the said corporation as per the attached Resolution.
6. The net assets of the corporation remaining after winding up have been distributed to the shareholders.

WHEREFORE, the undersigned pray the corporation will be dissolved.

DATED this 8th day of October, 1997.


P. SAM McINNIS,
Director and Stockholder


DOUGLAS H. WRIGHT, PLS.
Director and Stockholder

STATE OF FLORIDA
COUNTY OF OKALOOSA

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared P. SAM McINNIS and DOUGLAS H. WRIGHT, to me personally known and known to be the persons described in and who executed the foregoing on behalf of said corporation for the purposes stated therein, and who did (did not) take an oath.

WITNESS my hand and official seal in the County and State last aforesaid this 8th day of October, 1997.

Arline L. Wilkes

NOTARY PUBLIC

My Commission Expires:



ARLINE L. WILKES
Notary Public, State of Florida
My Comm. Exp. Oct. 21, 1997.
Comm. No. CC 318541

This instrument prepared by:

WALTER J. SMITH
SMITH, GRIMSLEY, BAUMAN, PINKERTON,
PETERMANN, SAXER & WELLS
Post Office Box 2379
Fort Walton Beach, FL 32549

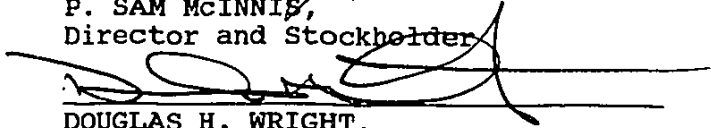
RESOLUTION
OF
MCINNIS-WRIGHT DEVELOPMENT CORP.

BE IT RESOLVED by the Board of Directors and the sole Stockholders of MCINNIS-WRIGHT DEVELOPMENT CORP., that the corporation be voluntarily dissolved pursuant to the provisions of Chapter 607, Florida Statutes, effective the 15th day of October, 1997, the undersigned being the sole Directors and Stockholders of the corporation and having executed their written consent to such dissolution.

DATED this 8th day of October, 1997.



P. SAM MCINNIS,
Director and Stockholder



DOUGLAS H. WRIGHT,
Director and Stockholder

I, the undersigned Secretary, hereby certify and attest the foregoing actions taken by the Board of Directors and sole Stockholders.



Joyce McInnis
Secretary