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CHENIES INVESTMENTS INC.

Florida Department of State,
Division of Corporations,
P.O. Box 6327,
Tallahassee,
FL. 32314

800002491878--3
-04/13/98--01056--010
*****70.00 *****35.00

8th April 1998

Dear Sir,

Pursuant to section 607.1403 Florida Statute please find enclosed Articles of Dissolution for the Beach Place Motel Inc. and Clearwater Beach International Realty Inc. which were both subsidiaries of this company.

Enclosed also is a check in the sum of \$70.00 representing filing fees for the articles of dissolution.

Should you require any further information my telephone number is 813-442-6284 and Fax: 813-442-1034.

Yours truly,



K.M. Rolewski

98 APR 13 AM 9:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF DISSOLUTION

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98 APR 13 AM 9:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to section 607.1403, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST: The name of the corporation is: BEACH PLACE HOTEL INC.

SECOND: The date dissolution was authorized: 03/01/1998

THIRD: Adoption of Dissolution (CHECK ONE)

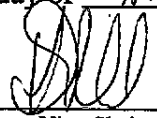
- Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.
- Dissolution was approved by vote of the shareholders through voting groups.

The following statement must be separately provided for each voting group entitled to vote separately on the plan to dissolve:

The number of votes cast for dissolution was sufficient for approval by

_____ (voting group)

Signed this 8 day of APRIL, 1998

Signature 
(By the Chairman or Vice Chairman of the Board, President, or other officer)

ROLEWSKI, KAZIMIECZ
(Typed or printed name)

PRESIDENT.
(Title)