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May 20 1997

Secretary of State
Division of Corporations
PO Box 6327
Tallahassee, Fla 32314

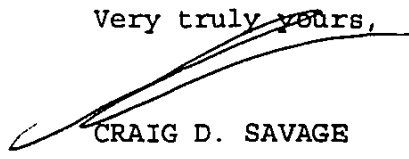
500002189585--4
-05/23/97--01046--0104
*****35.00 *****35.00

RE: E.S. WAGNER COMPANY, INC.

Dear Sir:

Enclosed please find original, executed Articles of Dissolution for the above named corporation and check for \$35.00 representing filing fee for same. Please return confirmation of this corporate dissolution in the enclosed envelope.

Very truly yours,


CRAIG D. SAVAGE

CDS:mv
enc.

SECRET
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Vicki

MAY 30 1997

ARTICLES OF DISSOLUTION

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

FIRST: The name of the corporation is E.S. WAGNER COMPANY, INC..

SECOND: The date dissolution was authorized: April 16, 1997.

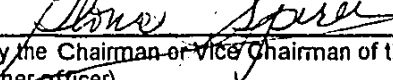
THIRD: Adoption of Dissolution (check one):

- Dissolution was approved by 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
Unanimous vote of stockholders

Signed this 16th day of April, 1997

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

GLORIA SPIRER

Type or print name

Vice President and Secretary

Title

RECORDED
17 JULY 23 PM 3:35