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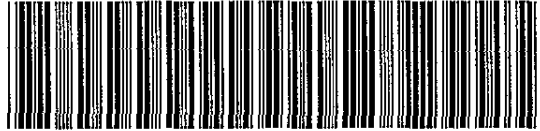
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LAW OFFICES
RICHARD E. WARNER, P.A.

FELLOW - AMERICAN COLLEGE OF TRUST AND ESTATE COUNSEL

8301 OVERSEAS HIGHWAY
P.O. BOX 501317
MARATHON, FLORIDA 33050-1317
305/743-6022
FAX: 305/743-6216

December 20, 2002
VIA FEDERAL EXPRESS

Secretary of State
Division of Corporations
State of Florida
Box 6327
Tallahassee, FL 32314

RE: BUY LOW SELL HIGH, INC. -Dissolution

Dear Secretary:

Enclosed please find the simplified Articles of Dissolution for the above corporation. Please accept these for filing. Also enclosed is the check for the \$35.00 fee for this dissolution. Please send the notification of the dissolution to me at the above address.

Very truly yours,



Richard E. Warner

REW/ndw

Enclosures

CC: Paul Joseph, President
John Joseph, Secretary
Dennis Bishop, CPA

**ARTICLES OF DISSOLUTION
OF
BUY LOW SELL HIGH, INC.**

FILED
02 DEC 23 PM 3:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name of the corporation is **BUY LOW SELL HIGH, INC.**
2. The name and address of the officers are:

PAUL G. JOSEPH, President & Treasurer
220 Sadowski Causeway
P.O. Box 510095
Key Colony Beach, Florida 33051-0095

JOHN P. JOSEPH, Vice President & Secretary
7650 Gibraltar Court
St. Petersburg, FL 33709

3. The name and address of the Directors are:

GEORGE P. JOSEPH, III
191001 SW 61st Manor
Ft. Lauderdale, FL 33332

KURT G. JOSEPH
P.O. Box 510851
Key Colony Beach, FL 33051

4. All of the liabilities and obligations of the profit corporation have been paid or discharged, or that adequate provision has been made therefore.

5. The profit corporation has distributed all of its property and assets and therefore none remains for distribution.

6. There are no actions pending against the profit corporation in any Court in regard to or against the corporation.

7. The profit corporation has elected to dissolve by written resolution of the corporation, a copy of which is attached hereto as Exhibit "A". The written resolution so attached has been signed by the Secretary of the Corporation.

EXECUTED this 17 day of December, 2002.

BUY LOW SELL HIGH, INC.

By: [Signature]
Paul G. Joseph, President

Attest: [Signature]
John P. Joseph, Secretary

STATE OF FLORIDA

SS:

COUNTY OF MONROE

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and in the County aforesaid to take acknowledgments, personally appeared PAUL G. JOSEPH, President, of BUY LOW SELL HIGH, INC., to me known to be the person described in and who executed the foregoing instrument and he acknowledged before me that he executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 17th day of December, 2002.

[Signature]
NOTARY PUBLIC, STATE OF FLORIDA
Printed Name: Claudia A. McEwen
(SEAL)

My Commission Expires:



STATE OF FLORIDA

SS:

COUNTY OF Puellas

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and in the County aforesaid to take acknowledgments, personally appeared JOHN P. JOSEPH, Secretary, of BUY LOW SELL HIGH, INC., to me known to be the person described in and who executed the foregoing instrument and he acknowledged before me that he executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 19th day of December, 2002.

[Signature]
NOTARY PUBLIC, STATE OF FLORIDA
Printed Name: Myrna I. Infanzon
(SEAL)

My Commission Expires:

OCT 20, 2004



EXHIBIT "A"
TO ARTICLES OF DISSOLUTION

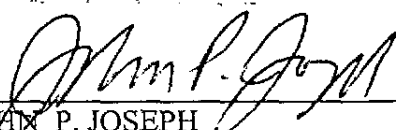
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PLAN OF CORPORATE DISSOLUTION

On December 15, 2002, the Board of Directors and Shareholders of BUY LOW SELL HIGH, INC., met in its corporate offices in Key Colony Beach, Monroe County, Florida, and resolved to dissolve the corporation in accordance with this Plan of Corporate Dissolution. The Chairman noted that the Corporation had sold its only major asset, that being the real estate known as Key Colony Beach Realty parcels in Key Colony Beach Florida. Since virtually all corporate assets have been sold, there is no need for the corporation to be active. Therefore, the chairman moved dthat a resolution be passed dissolving the corporation, granting to the Officers of the Corporation the power to execute any document necessary to effectuate this purpose. Upon said motion made and duly seconded, it was unanimously resolved that the Corporation be dissolved under law and that the Officers execute all documents necessary to effectuate such dissolution.

There being no further business to come before the meeting of the Shareholder and Directors, the said meeting was adjourned.

EXECUTED this 17 day of December, 2002



JOHN P. JOSEPH
Secretary, BUY LOW SELL HIGH, INC.