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JUL 1 1985
P. 013

STATEMENT OF INTENT TO DISSOLVE

B.T. ENTERPRISES, INC.
BY WRITTEN CONSENT OF SHAREHOLDERS

To the Secretary of State
of the State of Rhode Island

Pursuant to the provisions of Section 7-1.1-76 of the General Laws, 1956, as amended,
the undersigned corporation submits the following statement of intent to dissolve the
corporation upon written consent of all of its shareholders:

FIRST: The name of the corporation is B.T. ENTERPRISES, INC.

SECOND: The names and respective addresses of its officers are:

<u>Name</u>	<u>Office</u>	<u>Address</u>
Robert E. Tasca	President	13488 Touch Stone Place
Lena P. Tasca	Vice President	Palm Beach Gardens, FL 33410
Robert E. Tasca	Treasurer	SAME AS ABOVE
Lena P. Tasca	Secretary	

THIRD: The names and respective addresses of its directors are:


<u>Name</u>	<u>Address</u>
SAME AS ABOVE	SAME AS ABOVE

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FOURTH: The following written consent to dissolution of the corporation has been
signed by all of the shareholders of the corporation, or signed in their names by their
respective attorneys thereunto duly authorized:

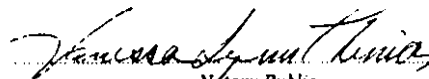
(Insert copy of Conser

Dated July 1, 1985


By Robert E. Tasca
Its President
and Lena P. Tasca
Its Secretary

STATE OF RHODE ISLAND }
COUNTY OF } Sc.

At Providence, in said county on the 1 day
of July 19 85, before me personally appeared
Robert E. Tasca, who, being by me first duly sworn, declared that he is the
President of B.T. ENTERPRISES, INC.,
that he signed the foregoing document as such President of the
corporation, and that the statements therein contained are true.


Notary Public

(NOTARIAL SEAL)

SHAREHOLDERS AND DIRECTORS OF
B.T. ENTERPRISES, INC.
a Rhode Island Corporation

A special joint meeting of the Shareholders and Directors of B.T. ENTERPRISES, INC., a Rhode Island corporation, was held on October 18, 1984, at .m. at 1212 Fleet National Bank Bldg., Providence, Rhode Island. The meeting was held pursuant to a Waiver and Consent, which the secretary was instructed to insert into the minute book immediately preceding the minutes of this meeting.

There were present at the meeting all Directors of the corporation and Shareholders holding shares representing more than fifty percent (50%) of the voting power of the corporation.

Robert E. Tasca was elected chairman of the meeting and Robert E. Tasca was elected secretary of the meeting.

A proposed "Plan of Complete Liquidation and Dissolution of B.T. ENTERPRISES, INC., a Rhode Island Corporation" was presented to the meeting by Robert E. Tasca a Director and Officer of the corporation. After some discussion, the following resolution was adopted upon motion made, seconded and carried by a vote of a majority of the Directors of the corporation and by a vote of Shareholders holding share representing more than fifty percent (50%) of the voting power of the corporation.

RESOLVED, that the Directors and Shareholders of B.T. ENTERPRISES, INC. having considered a proposed "Plan of Complete Liquidation and Dissolution of B.T. ENTERPRISES, INC., a Rhode Island corporation," a true and correct copy of which shall be attached to these Minutes, the Shareholders and Directors jointly, by a vote of Shareholders representing fifty percent (50%) or more of the voting power of the corporation, hereby adopt the Plan of Complete Liquidation and Dissolution of B.T. ENTERPRISES, INC., a Rhode Island corporation, which plan contains an election to wind up and dissolve the corporation;


RESOLVED FURTHER, that the Directors and Officers of the corporation shall be, and they hereby are, authorized and directed to take all steps necessary to accomplish and complete the plan of complete liquidation and dissolution.

There being no further business to come before the meeting, the meeting was adjourned.

SHAREHOLDERS AND DIRECTORS:


Robert E. Tasca


Linda P. Tasca

By 
Richard R. Tasca, Secretary