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## TRANSMITTAL LETTER

TO:

Registration Section

Division of Corporations

FROM:

Stewart E. Nazzaro, Manager

SUBJECT:

Nazzaro O&G Holdings, LLC

DATE:

December 21, 2004

The enclosed Articles of Dissolution and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Karen R. Smith, Esq. Karen R. Smith, P.A. 2908 Bay to Bay Blvd., Suite 105 Tampa, Florida 33629

For further information concerning this matter, please call:

Karen R. Smith at (813) 835-6129

Enclosed is a check for the following amount: \$25.00 Filing Fee

## TILTU

## ARTICLES OF DISSOLUTION FOR NAZZARO O&G HOLDINGS, LLC A FLORIDA LIMITED LIABILITY COMPANY

- 1. The name of the limited liability company is Nazzaro O&G Holdings, LLC.
- 2. The date the dissolution was approved: December 21, 2004.
- 3. The members of Nazzaro O&G Holdings, LLC have unanimously agreed to dissolve Nazzaro O&G Holdings LLC pursuant to section 608.441(1)(c).
- 4. All debts, obligations and liabilities of the limited liability company have been paid or discharged.
- 5. All remaining property and assets have been distributed among its members in accordance with their respective rights and interests.
- 6. There are no suits pending against the company in any court.

Dated December 21, 2004.

Signatures of the members having the same percentage of membership internecessary to approve the dissolution:

Stewart E. Nazzaro, as beneficiary and co-trustee of the Nazzaro Living Trustee

U/A dated June 02, 1999

By: Stewart E. Nazzaro

Tracy A. Nazzaro, as beneficiary and cotrustee of the Nazzaro Living Trust U/A dated June 02, 1999

By: Tracy A. Nazzaro