

PO2000071137

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

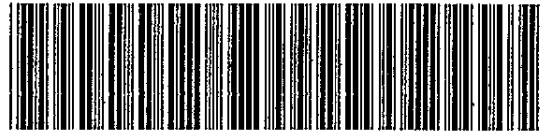
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



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01/07/05--01012--005 **35.00

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05 JAN - 7 PM 1:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dissolution w/Notice

T BROWN JAN 12 2005

TRANSMITTAL LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Dissolution

DOCUMENT NUMBER: P02000071137

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

Please return all correspondence concerning this matter to the following:

James W. Freeman, Jr., CPA
(Name of Person)

Smith & Freeman, P.A., CPA's
(Name of Firm/Company)

28100 U.S. 19 N., Suite 408
(Address)

Clearwater, FL 33761
(City/State/and Zip Code)

For further information concerning this matter, please call:

James W. Freeman, Jr. at (727) 725-2727
(Name of Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- \$35 Filing Fee \$43.75 Filing Fee & Certificate of Status \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed) \$52.50 Filing Fee, Certificate of Status & Certified Copy (Additional copy is enclosed)

MAILING ADDRESS:
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

STREET ADDRESS:
Amendment Section
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

ARTICLES OF DISSOLUTION

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

FIRST: The name of the corporation as currently filed with the Department of State:

Closeout Footwear, Inc.

SECOND: The document number of the corporation (if known): P02000071137

THIRD: The date dissolution was authorized: December 27, 2004

Effective date of dissolution if applicable: December 31, 2004
(no more than 90 days after dissolution file date)

FOURTH: 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 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 31 day of December 2004, _____

Signature: _____

(By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary)

Jonathan A. Fuss

(Typed or printed name of person signing)

President

(Title of person signing)

Filing Fee: \$35

FILED
05 JAN -7 PM 1:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Notice of Corporate Dissolution

This notice is submitted by the dissolved corporation named below for resolution of payment of unknown claims against this corporation as provided in s. 607.1407, F.S.

This "*Notice of Corporate Dissolution*" is optional and is not required when filing a voluntary dissolution.

Name of Corporation: Closeout Footwear, Inc.

Date of dissolution will be the date the dissolution is filed with the Department of State or as specified in the *Articles of Dissolution*.

Description of information that must be included in a claim:

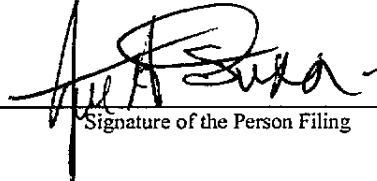
An original copy of any invoice (bill) that is being disputed as not
paid along with any correspondence that has been previously sent to
the corporation regarding unpaid invoice (bill).

Mailing address where claims can be sent: (Claims cannot be sent to the Division of Corporations)

Jonathan A. Fuss
11950 5th Street East
Treasure Island, FL 33706

A claim against the above named corporation will be barred unless a proceeding to enforce the claim is commenced within 4 years after the filing of this notice.

Jonathan A. Fuss
Printed Name of the Person Filing


Signature of the Person Filing