

PAVESE, HAVERFIELD, DALTON, HARRISON & JENSEN, L.L.P.
A FLORIDA LIMITED LIABILITY PARTNERSHIP

ATTORNEYS AND COUNSELORS AT LAW

pgcape@peganet.com

4635 S. DEL PRADO BLVD.
CAPE CORAL, FLORIDA 33904

POST OFFICE BOX 88
CAPE CORAL, FLORIDA 33904-0088
(941) 542-4848
FAX (941) 542-8953



P9400009952

MICHAEL A. GENNARO

PLEASE REPLY TO
CAPE CORAL OFFICE

December 29, 1999

Division of Corporations
Department of State
Attn: Corporate Dissolutions
409 E. Gaines Street
Tallahassee, Florida 32399

VIA: Federal Express

200003085172-7
-12/30/99--01092--004
*****35.00 *****35.00

RE: Dissolution of VILLA, INC.

Dear Sir/Madam:

Please find enclosed our check in the sum of \$35.00 along with the following documents:

1. The original and copy of the Articles of Dissolution
2. The original Statement of Consent in Lieu of a Meeting of all the Shareholders of VILLA, INC.

Please stamp and return a copy of the Articles of Dissolution which we have prepared. I have enclosed a self-addressed stamped envelope for your convenience.

Thank you for your cooperation in this matter.

Very truly yours,

Michael A. Gennaro
Michael A. Gennaro

FILED
99 DEC 30 PM 1:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MAG/jld

Enclosures

File #58601.001

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12-30-99
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ARTICLES OF DISSOLUTION

The undersigned corporation, pursuant to the provisions of the Florida Business Corporation Act, adopts the following Articles of Dissolution for the purpose of dissolving the Corporation:

- 1. The name of the Corporation is VILLA, INC.
- 2. The date the dissolution is authorized is December 31, 1999.
- 3. The names and respective addresses of the officers are:

Richard J. Canzano
5404 SW 6th Avenue
Cape Coral, FL 33914

- 4. The names and respective addresses of the directors are:

Richard J. Canzano
5404 SW 6th Avenue
Cape Coral, FL 33914

5. All debts, obligations and liabilities of the Corporation have been paid or discharged or adequate provision has been made therefor.

6. All remaining property and assets of the Corporation have been distributed among the shareholders in accordance with their respective rights and interests.

7. Adequate provision has been made for the satisfaction of any judgement, order or decree which may be entered against the Corporation in any pending action.

8. The Corporation has elected to dissolve by written consent of all shareholders, pursuant to Statute 607.1402, which written consent has been signed by all the shareholders of the Corporation, or signed in their names by their attorneys thereunto duly authorized, and a copy of which written consent to dissolve is affixed hereto as Exhibit A and incorporated herein by this reference.

IN WITNESS WHEREOF, the undersigned corporation has caused these Articles of Dissolution to be executed this 28th day of December, 1999.

BY: 
RICHARD J. CANZANO, President

AND: 
RICHARD J. CANZANO Secretary

FILED
99 DEC 30 PM 1:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA)
)
COUNTY OF LEE)

BEFORE ME, the undersigned authority, personally appeared RICHARD J. CANZANO, as President and Secretary, of Villa, Inc., a Florida corporation, on behalf of the corporation, who is personally known to me or who has produced Florida Driver License or _____ as identification proving himself to be the person described in and who subscribed to the above Articles of Dissolution, and he did not take an oath, and he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for uses and purposes therein expressed.

WITNESS my hand and official seal this 28th day of December, 1999



Notary Public

My Commission Expires:

OFFICIAL NOTARY SEAL
MICHAEL A GENNARO
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC732273
MY COMMISSION EXP. MAY 2,2002

OFFICIAL NOTARY SEAL
MICHAEL A GENNARO
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC732273
MY COMMISSION EXP. MAY 2,2002

STATEMENT OF CONSENT IN LIEU OF A MEETING
OF ALL THE SHAREHOLDERS OF
VILLA, INC.

Pursuant to the provisions of the Florida Business Corporation Act, the undersigned, being all the shareholders of the above referenced corporation, hereby approve the following Statement of Intent to Dissolve the corporation upon written consent of all its shareholders:

1. The name of the corporation is VILLA, INC.
2. The shareholders of the corporation hereby authorize the dissolution of the corporation, and filing of Articles of Dissolution by the officers after provision is made for the debts of the corporation and distribution of the remaining assets is made to the shareholders as required by Florida Statutes.

Dated this 28th day of December, 1999.


RICHARD J. CANZANO, Shareholder

Exhibit "A"