

P95000046582

P. SOLANO & ASSOCIATES
P.O. BOX 574842 • ORLANDO, FLORIDA 32857-4842

City/State/Zip Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____ (Corporation Name) (Document #)
2. _____ (Corporation Name) (Document #)
3. _____ (Corporation Name) (Document #)
4. _____ (Corporation Name) (Document #)

- Walk in Pick up time _____ Certified Copy
 Mail out Will wait Photocopy Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input checked="" type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

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-01/28/97-01055-011
*****35.00 *****35.00

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JAN 27 PM 1:23
JAN 3 1997

Examiner's Initials

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JAN 27 PM 1:23

ARTICLES OF DISSOLUTION
LA PLAYA FRESH PRODUCE MARKET, INC.
P95000046582
FEIN 59-3321325

La Playa Fresh Produce Market, Inc., by and through its president and secretary, hereby files these, its Articles of Dissolution and states:

1. The name of the corporation is La Playa Fresh Produce Market, Inc..

2. The names and respective addresses of its officers are as follows: Carmen Ramos 1920-24 Goldenrod Rd., Orlando, FL 32817

3. The names and respective addresses of its directors are as follows: Carmen Ramos 1920-24 Goldenrod Rd., Orlando, FL 32817

4. All liabilities and obligations of the corporation have been paid, or discharged, or adequate provision for payment of same has been made by the directors and shareholders of the corporation.

5. All property and assets of the corporation have been distributed among the shareholders in accordance with their respective rights and interest after payment or making provisions for payment of liabilities and obligations of the corporation.

6. There are no actions pending against the corporation in any court that adequate provision for payment thereof has not been made for the satisfaction of any potential judgment, order, or decree which may be entered against the corporation.

7. The corporation elected to dissolve by act of the corporation, a copy of the resolutions to dissolve and statement that such resolution was adopted by the shareholders of the corporation on the 30th. day of August, 1996 is attached.

Dated this 24th. day of January 1997.


La Playa Fresh Produce Market, Inc..

By: Carmen Ramos
Carmen Ramos, as president

State of Florida:
County of Orange:

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgements, personally appeared Carmen Ramos 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 24th. day of January 1997.


Notary Public



PAUL SOLANO
My Commission Expires
JANUARY 17, 1999
BONDED BY SERVICE INC.
NO. CC404917

To me known

SHAREHOLDERS CONSENT TO DISSOLUTION OF CORPORATION

The undersigned, Carmen Ramos, represents that she is the sole shareholder of the outstanding stock of La Playa Fresh Produce Market, Inc., by consent to the dissolution of the corporation by the filing of Articles of Dissolution with the Secretary of State, State of Florida.

Further, as the sole shareholder of the outstanding stock of the corporation, she does hereby direct the directors to implement a resolution of dissolution of the corporation.

Dated this 24th. day of January 1997.


Carmen Ramos, shareholder



DIRECTORS
IMPLEMENTATION OF RESOLUTION OF
DISSOLUTION

WHEREAS, the shareholders of La Playa Fresh Produce Market, Inc., adopted a resolution of dissolution on the 30th day of August, 1996 electing to dissolve the Corporation and authorizing the Directors to dissolve and liquidate the said Corporation due to the destruction of the business by fire on the 10th day of August 1996; now, therefore, be it:

1. RESOLVED, that as the President of La Playa Fresh Produce Market, Inc. is authorized to take all actions necessary to wind up the affairs of the corporation, including the lease, sale, conveyance, or assignment of any or all of the Corporation's assets, and to execute any documents or instruments necessary and incident thereto;

2. RESOLVED FURTHER, that the President of La Playa Fresh Produce Market, Inc., is authorized and directed to distribute the assets of the Corporation in accordance with the terms and on the conditions set forth in a plan of liquidation previously adopted by the Board of Directors and the resolution of Directors for Distribution of Assets, in kind, adopted the 30th. day of August 1996;

3. RESOLVED FURTHER, that the President of La Playa Fresh Produce Market, Inc., is authorized and required to execute all documents, instruments, reports, tax returns, certificates, and affidavits required by federal, state, or local government in connection with or by reason of the liquidation and dissolution of the Corporation or on behalf of the Corporation, including the Internal Revenue Service.

4. RESOLVED FURTHER, that the President of La Playa Fresh Produce Market, Inc. is authorized and required to file all documents required by law to be filed in order to effect the dissolution of the Corporation.

The undersigned, being all of the Directors of La Playa Fresh Produce Market, Inc., authorize, by their signatures below, the above resolution.

IN WITNESS WHEREOF, the undersigned have hereunto signed their names.

Executed effective as of the 24th. day of January, 1997, at Orlando, Florida.


Director

