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Division of Corporations
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Account Number : 075350000225
Phone : (813) 584-1199
Fax Number : (813) 586-1071

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DISSOLUTION

HARBOR BLUFFS DEVELOPMENT CORPORATION

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Fax Number : (850)922-4000

From: Account Name : ARSENAULT & REARDON
Account Number : 075350000225
Phone : (813)584-1199
Fax Number : (813)586-1071

DISSOLUTION

HARBOR BLUFFS DEVELOPMENT CORPORATION

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

February 10, 1999

HARBOR BLUFFS DEVELOPMENT CORPORATION
455 INDIAN ROCKS ROAD
BELLEAIR BLUFFS, FL 34640

SUBJECT: HARBOR BLUFFS DEVELOPMENT CORPORATION
REF: P96000042006

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THE DATE, AS ADDED IS INCOMPLETE. PLEASE RE-ADD THE DATE OF ADOPTION INCLUDING THE MONTH, DAY AND YEAR.

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Karen Gibson
Corporate Specialist

FAX Aud. #: E99000003277
Letter Number: 999A00006008

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Katherine Harris, Secretary of State

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DISSOLUTION

HARBOR BLUFFS DEVELOPMENT CORPORATION

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Certificate of Status	1
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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

February 10, 1999

HARBOR BLUFFS DEVELOPMENT CORPORATION
455 INDIAN ROCKS ROAD
BELLEAIR BLUFFS, FL 34640

SUBJECT: HARBOR BLUFFS DEVELOPMENT CORPORATION
REF: P96000042006

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and re-fax the complete document, including the electronic filing cover sheet.

The document must state the date the dissolution was authorized.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

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Darlene Connell
Corporate Specialist

FAX Aud. #: H99000003277
Letter Number: 899A00005954

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TALLAHASSEE, FLORIDA

ARTICLES OF DISSOLUTION OF

HARBOR BLUFFS DEVELOPMENT CORPORATION

Pursuant to Section 607.1403, Florida Statutes, the undersigned corporation adopts the following Articles of Dissolution for the purpose of dissolving the corporation.

1. The name of this corporation is HARBOR BLUFFS DEVELOPMENT CORPORATION (the "Corporation"). It was organized under the laws of the State of Florida on May 16, 1996.

2. The effective date of the dissolution of the corporation is the date of filing with the Secretary of State of the State of Florida. The date the dissolution was authorized is Feb. 1, 1999.

3. Adequate provision has been made for payment of all liability and obligations of the corporation.

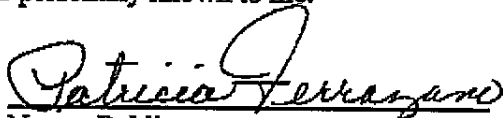
4. The corporation elected to dissolve by unanimous written consent of its shareholders and such written consent has been signed by all shareholders of the corporation or signed in their names by their duly authorized attorneys. A copy of the written consent is attached to these articles.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Dissolution on ~~January 30~~^{FEB}, 1999, in Pinellas County, Florida.
~~FEB.~~

By: 
TODD OREN EMMONS, President

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this ~~30~~^{FEB} day of ~~January~~, 1999, by TODD OREN EMMONS who is the PRESIDENT of HARBOR BLUFFS DEVELOPMENT CORPORATION on behalf of the corporation. He is personally known to me.


Notary Public
My Commission Expires: 02-02-2002
(Seal)



**UNANIMOUS WRITTEN CONSENT
OF ALL SHAREHOLDERS TO VOLUNTARY
DISSOLUTION OF HARBOR BLUFFS DEVELOPMENT CORPORATION**

We, the undersigned, being all of the shareholders of HARBOR BLUFFS DEVELOPMENT CORPORATION, a Florida corporation, consent to the following:

The shareholders have determined that it is advisable and beneficial for the Corporation that it be liquidated and dissolved; and the shareholders do hereby adopt a plan of liquidation and dissolution of the Corporation as follows:

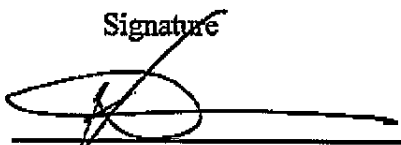


RESOLVED, that the following plan of liquidation is adopted to assemble and marshal the assets of the Corporation, pay or make adequate provisions for the debts of the Corporation, and apportion the remaining assets among the shareholders according to their respective interests:

1. The Corporation shall be liquidated pursuant to §331.A of the Internal Revenue Code and §607.1402 of the Florida Statutes.
2. All liabilities and obligations of the Corporation will be paid or discharged, or adequate provision will be made for them.
3. The officers of the Corporation are authorized to sell otherwise liquidate all the properties and assets of the Corporation that they deem necessary or advantageous to facilitate the liquidation of the Corporation.
4. The officers of the Corporation are authorized to do any and all things necessary or convenient to carry these resolutions into effect, including, but not limited to, the following:
 - a. executing any and all instruments of conveyance;
 - b. paying all taxes and fees;
 - c. executing all documents required by law to be filed;
 - d. retaining professional advisors; and
 - e. doing all other things necessary or convenient to effect the dissolution of the Corporation.
5. After the provision for, or the payment of, the known debts and liabilities of the Corporation, the officers are authorized and directed to distribute the remaining cash or other assets

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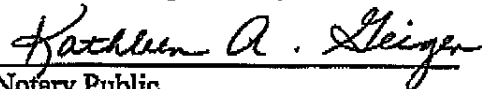
of the Corporation to the shareholders of record according to their respective rights and interest in exchange for their shares in the Corporation.

In assent to the above, each of the undersigned stockholders has signed his or her name and dated the signing opposite the number of shares of the corporation held by him or her of record on such date.

Signature	Date	Number of Shares
 Print Name: GREG D. VELTMAN	<u>1/29/99</u>	<u>50</u>
 Print Name: DR. PAUL VASQUEZ	<u>2/1/99</u>	<u>50</u>
 Print Name: TODD OREN EMMONS	<u>1.29.99</u>	<u>50</u>

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 29th day of January, 1999, by Greg D. Veltman who ~~is/are all of the~~ shareholders of HARBOR BLUFFS DEVELOPMENT CORPORATION. He/she/they ~~is/are~~ personally known to me.


Notary Public
My Commission Expires: 4/20/01

(Seal)



Kathleen A Geiger
My Commission CC832612
Expires April 20, 2001

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STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 29th day of January, 1999, by Todd Oreh Emmons who is shareholder of HARBOR BLUFFS DEVELOPMENT CORPORATION. He is personally known to me.

Kathleen A. Geiger
Notary Public
My Commission Expires: 4/20/01

(Seal)



STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 1st day of February, 1999, by Dr. Paul Vasquez who is shareholder of HARBOR BLUFFS DEVELOPMENT CORPORATION. He is personally known to me.

Kathleen A. Geiger
Notary Public
My Commission Expires:

(Seal)



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