

P96000055724

Sunday, January 30, 2000

To:  
Division of Corporations  
PO Box 6327  
Tallahassee, FL 32314

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-02/02/00--01103--003  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

From:  
ADELCO Technologies, Inc. (Doc # P96000055724, FEI 65-068214)  
Rafael E. Zorrilla rafaelz@yahoo.com  
11671 SW 51 CT  
Cooper City, FL 33330-4417  
(305) 380-3094 (From 8am-4pm Easter Time)  
(954) 434-5581 (Night time)

Find attached a check for \$35 for dissolution of ADELCO Technologies, Inc. along with Articles of Dissolution, Dissolution Minutes, and Federal form 966 Corporate Dissolution.

If you have any question about this matter please contact me at the numbers above.

FILED  
00 FEB -2 PM 2:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Rafael Zorrilla  
Rafael Zorrilla (President) (ex)

*Uoldis*

T. LEWIS FEB 9 2000

ARTICLES OF DISSOLUTION

FILED  
00 FEB -2 PM 2:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

FIRST: The name of the corporation is: ADELCO TECHNOLOGIES, INC.  
DOC # P96000055724, FEI # 65-0682147

SECOND: The date dissolution was authorized: 08 MAR 1999

THIRD: 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 vote 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

2 VOTES (ALL SHAREHOLDERS) PRESIDENT & SECRETARY  
(voting group)

Signed this 30 day of JANUARY, 2000.

Signature

Rafael Borrilla  
(By the Chairman or Vice Chairman of the Board, President, or other officer)

RAFAEL BORRILLA

(Typed or printed name)

PRESIDENT (EX)

(Title)

11671 S.W. 51 CT  
COOPER CITY, FL 33330  
(954) 434-5581  
RAFAELB@YAHOO.COM

**CORPORATE ACTION BY CONSENT OF THE  
BOARD OF DIRECTORS AND SHAREHOLDERS  
OF  
ADELCO TECHNOLOGIES, INC.**

As permitted by law, the undersigned Directors and Shareholders, being all of the Directors and Shareholders of the above corporation, unanimously adopt the following corporate action(s) without a meeting.

**1. ADOPTION OF DOCUMENTS/PLANS.** The attached documents/plans were adopted:

- Plan of Liquidation

**2. APPROVAL OF CORPORATE ACTION.** The actions and undertakings of the directors, officers, employees, and agents of the corporation were approved with respect to:

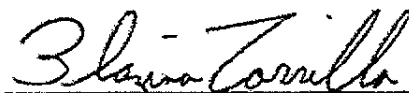
- This is to certify the following Corporate actions:
  1. Corporate dissolution. Fill out IRS form 966 and mail within 30 days of this approval.
  2. Use 1998 as the last tax year of the Corporation.
  3. Liquidate all remaining assets (\$490 as of bank statement of 2/28/1999) and distribute this amount among the two shareholders (minus any bank service charges).
  4. Close bank account.



Rafael Zorrilla, President  
Director and Shareholder

08 MAR 1999

Date



Blazina Zorrilla, Secretary  
Director and Shareholder

3/8/99

Date

**Corporate Dissolution or Liquidation**

Department of the Treasury  
Internal Revenue Service

(Required under Section 6043(a) of the Internal Revenue Code)

Name of Corporation <b>ADELCO Technologies, Inc.</b>		Employer Identification Number <b>65-0682147</b>	
Please type or print	Number, Street, and Room or Suite Number (if a P.O. box number, see instructions.) <b>11671 SW 51 CT</b>		Check type of return <input type="checkbox"/> 1120 <input type="checkbox"/> 1120-L <input type="checkbox"/> 1120-IC-DISC <input checked="" type="checkbox"/> 1120S <input type="checkbox"/> Other
	City or Town <b>Cooper City</b>		
State ZIP Code <b>FL 33330-4417</b>			
1 Date incorporated <b>07/02/96</b>	2 Place incorporated <b>Cooper City, FL</b>	3 Type of liquidation <input checked="" type="checkbox"/> Complete <input type="checkbox"/> Partial	4 Date resolution or plan of complete or partial liquidation was adopted
5 Service Center where corporation filed its immediately preceding tax return <b>Atlanta, GA</b>	6 Last month, day, and year of immediately preceding tax year <b>12/31/97</b>	7a Last month, day, and year of final tax year <b>12/31/98</b>	7b Was corporation's final tax return filed as part of a consolidated income tax return? If "Yes" complete 7c, 7d, and 7e. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
7c Name of common parent		7d Employer identification number of common parent	7e Service Center where consolidated return was filed
8 Total number of shares outstanding at time of adoption of plan of liquidation			Common    Preferred <b>100</b>
9 Date(s) of any amendments to plan of dissolution			<b>3/8/1999</b>
10 Section of the Code under which the corporation is to be dissolved or liquidated			<b>331</b>
11 If this return concerns an amendment or supplement to a resolution or plan, enter the date the previous Form 966 was filed			

Attach a certified copy of the resolution or plan and all amendments or supplements not previously filed.

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete.

*Reginal Cornish*  
Signature of Officer

President  
Title

03/08/99  
Date