

P98 000022804

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† ALSO ADMITTED IN PENNSYLVANIA  
\* ALSO ADMITTED IN MICHIGAN  
☆ BOARD CERTIFIED REAL ESTATE LAWYER  
\*\* CERTIFIED CIRCUIT CIVIL AND FAMILY MEDIATOR

December 6, 1999

Corporate Records Bureau  
Division of Corporations  
Dissolution Section  
P.O. Box 6327  
409 E. Gaines Street  
Tallahassee, Florida 32301

Re: Dissolution of J.M. OF BROWARD, INC.

700003068257--2  
-12/13/99-01125--007  
\*\*\*\*\*43.75 \*\*\*\*\*43.75

To Whom It May Concern:

You will please find enclosed the following pertaining to the dissolution of the above corporation:

1. Special Joint Meeting of Board of Directors and Stockholder of J.M. of Broward Inc., adopting said Articles of Dissolution of the corporation;
2. Acknowledgment of Compliance with Section 607.1402, Florida Statutes; and,
3. Check in the amount of \$43.75 representing filing fees plus certified copy of the Certificate of Voluntary Dissolution

If any further documentation is required, please advise.

Best regards,

  
RAYMOND A. DOUMAR  
For the Firm

RAD/gas  
Enc.

FILED  
99 DEC 13 PM 4:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Al  
yyl  
Jesse  
12-27

CERTIFICATE OF VOLUNTARY DISSOLUTION OF CORPORATION

FILED  
99 DEC 13 PM 4:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

STATE OF FLORIDA       )  
                                  )SS:  
COUNTY OF BROWARD )

I, the undersigned, as President of J.M. OF BROWARD, INC., a corporation organized under the laws of the State of Florida, do hereby, for the purpose of complying with the provisions of Section 607.1402 of the Florida Statutes, in relation to the voluntary dissolution of corporations, make and attest this Certificate and attach thereto the written consent of the stockholders of J.M. OF BROWARD, INC., for dissolution, and certify as follows:

1. The name of the corporation is J.M. OF BROWARD, INC.;
2. The Certificate of Incorporation of said corporation was filed in the Office of the Secretary of State of Florida on the 3rd day of March, 1998;
3. The said corporation elects to dissolve, effective \_\_\_\_\_, 1999.  
This corporation shall be dissolved in compliance with Section 337 of the Internal Revenue Code.

4. The name and post office address of its director is as follows:

<u>Name</u>	<u>Post Office Address</u>
ANN VAN EPPS	3410 Galt Ocean Drive, Apartment #808 N., Fort Lauderdale, Fl. 33308

5. The name and address of its director is as follows:

<u>Name</u>	<u>Post Office Address</u>
ANN VAN EPPS	3410 Galt Ocean Drive, Apartment #808 N., Fort Lauderdale, Fl. 33308

6. The Board of Directors of said corporation, at a meeting duly held and called for that purpose, at the law office of Raymond A. Doumar, 1177 S.E. Third Avenue, Fort Lauderdale, Florida, which notice of said meeting was duly waived by each and all of the directors as appears by written waiver in writing annexed and forming a part of the minutes of said meeting of said directors, did, by the unanimous vote of the whole Board adopt the following resolutions:

"RESOLVED, that in the judgment of this Board of Directors, it is deemed desirable and advisable to dissolve this corporation effective \_\_\_\_\_, 1999, in the manner prescribed by Section 607.1402 FS"; and be it further

"RESOLVED, that the President, Secretary and Treasurer execute a Certificate showing the adoption of these Resolutions and that they also attest the Written Consent of the Stockholders that the corporation be dissolved, and execute and verify all statements required by law to dissolve the said corporation in compliance with Section 337 of the Internal Revenue Code, pursuant to the provisions of Section 607.1402 FSA; and that the President, Secretary and Treasurer cause such Certificate and Consent to be filed in the office of the Secretary of State, together with a duly verified statement of the names and residences of the officers of the corporation, and proof of publication of all notices prescribed by law; and that the officers and directors of the corporation take such further action as may be required to effect the dissolution of the corporation, and wind up its business and affairs pursuant to the provisions of Section 607.1402 FSA"

And that thereupon, at said meeting the owner and holder of the entire issued and outstanding stock of J.M. OF BROWARD, INC., One Thousand (1,000) shares at \$1.00 par value, did signify her Consent in writing that such corporation be dissolved forthwith by signing and executing the Consent which is hereto annexed and forms a part hereof.

In witness whereof, I have made and executed this Certificate, this 9<sup>TH</sup> day of DECEMBER, 1999.

  
\_\_\_\_\_  
President of J.M. OF BROWARD, INC.

9<sup>TH</sup> day of DECEMBER, 1999. In witness whereof, I have made and executed this acknowledgment this

Jim Van Epps  
PRESIDENT & SECRETARY

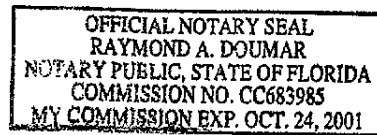
9<sup>TH</sup> day of DECEMBER, 1999. Sworn to and subscribed before me, the undersigned authority, this

Ray A. Doumar  
NOTARY PUBLIC

Print Name:

My Commission Number:

My Commission Expires:



STATE OF FLORIDA       )  
                                  )SS:  
COUNTY OF BROWARD )

ANN VAN EPPS, being duly sworn, does depose and say that she, the said ANN VAN EPPS, is the President, Secretary and Treasurer of J.M. OF BROWARD, INC.; that the foregoing Certificate signed by her is true; that the annexed Written Consent of the Stockholders of J.M. OF BROWARD, INC., a Florida corporation, consenting to the dissolution forthwith of said corporation was so executed by the person executing the same on the 9<sup>th</sup> day of DECEMBER, 1999, and that the number of shares set opposite the signature to such Written Consent is the number of shares issued and outstanding by said corporation is One Thousand (1,000) shares with \$1.00 par value, and the number of consenting shares is the entire number of shares of said stock of said corporation issued and outstanding.

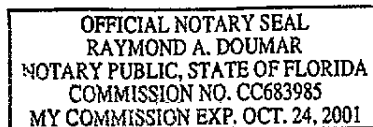
Ann Van Epps  
President

The foregoing instrument was sworn to, subscribed and acknowledged before me this 9<sup>th</sup> day of December, by ANN VAN EPPS.

NOTARY PUBLIC:

Raymond A. Doumar  
Print: RAYMOND A. DOUMAR  
State of Florida at Large (Seal)  
My Commission Expires:

☒ Personally Known or \_\_\_\_\_ Identification Produced  
Type of Identification Produced: \_\_\_\_\_



SPECIAL JOINT MEETING OF BOARD OF DIRECTORS AND  
STOCKHOLDER OF J.M. OF BROWARD, INC.

This Special Joint Meeting of the Board of Directors and Stockholders was called by the sole stockholder and sole member of the Board of Directors of the Corporation.

Present was Ann Van Epps in her dual capacity as described above.

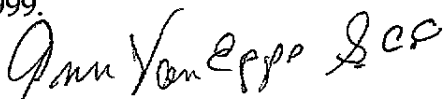
Mrs. Van Epps called for this Special Meeting for the following purposes:

- 1.) To have the Board of Directors adopt a Resolution to dissolve the Corporation forthwith;
- 2.) To effect an assignment to Ann Van Epps of the Promissory Note and Security Agreement from GCM Associates, Inc. to the Corporation in the original principal amount of \$100,000.00 which Promissory Note and Security Agreement was dated on July 22, 1999, bearing interest at the rate of 7.5%, securing Alcoholic Beverage License #16-00840 4-COP;
- 3.) Subsequent to the Assignment, to file an appropriate UCC #3 Statement with the Secretary of State's office evidencing said Assignment;
- 4.) Subsequent to said Assignment, to notify the DABT of the change to be made in the lien documents so as to show Ann Van Epps as the Secured Party in lieu of the Corporation;
- 5.) Subsequent to said Assignment to notify the Debtor, G.C.M. Associates, Inc. of said Assignments, so said Corporation will make its proper payments to Ann Van Epps instead of J.M. of Broward, Inc.

There being no other matters to be discussed, it was moved and seconded and resolved that all of the proposals be adopted as stated.

Upon a vote being taken, all of the above resolutions were duly adopted in their entirety.

Dated this 9 day of December, 1999.

  
By: ANN VAN EPPS, Secretary

ACKNOWLEDGMENT OF COMPLIANCE WITH SECTION 607.1402 F.S.

STATE OF FLORIDA       )  
                                  )SS:  
COUNTY OF BROWARD )

BEFORE ME, the undersigned authority, personally appeared ANN VAN EPPS, President of J.M. OF BROWARD, INC., and acknowledges the following:

1. The name of the corporation is J.M. OF BROWARD, INC., a Florida Corporation;

2. The name and address of its officer is as follows:

<u>Name</u>	<u>Post Office Address</u>
ANN VAN EPPS	3410 Galt Ocean Drive, Apartment #808 N., Fort Lauderdale, Fl. 33308

3. The name and address of its director is as follows:

<u>Name</u>	<u>Post Office Address</u>
ANN VAN EPPS	3410 Galt Ocean Drive, Apartment #808 N., Fort Lauderdale, Fl. 33308

4. All liabilities and obligations of the corporation have been paid or discharged, or that adequate provisions have been made therefor.

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

6. There are no actions pending against the corporation in any Court of this State or any other State.

7. A copy of the Written Consent to Dissolve and the Statement that such Written Consent has been signed by all shareholders of the corporation is attached hereto and made a part hereof.

8. This dissolution is in compliance with Section 337 of the Internal Revenue Code.

In witness whereof, I have made and executed this acknowledgment this 9th day of DECEMBER, 1999.

Gary Van Eggs  
PRESIDENT & SECRETARY

Sworn to and subscribed before me, the undersigned authority, this 9th day of December, 1999.

Raymond A. Doumar  
NOTARY PUBLIC

Print Name:

My Commission Number:

My Commission Expires:

