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LAW OFFICES OF  
**BORNSTEIN & SMITH**  
A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS  
238 HOLLYWOOD BOULEVARD  
HOLLYWOOD, FLORIDA 33020-6716

MARVIN T. BORNSTEIN  
BOARD CERTIFIED IN WILLS,  
TRUSTS AND ESTATES LAW  
BOARD CERTIFIED IN TAX LAW  
STEVEN H. SMITH

TELEPHONE (954) 925-3538  
TELEFAX (954) 925-5661

September 17<sup>th</sup>, 2001

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-09/20/01--01055--015  
\*\*\*\*\*43.75 \*\*\*\*\*43.75

Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Re: Articles of Dissolution of SYSTEM WOODWORKING, INC.**

Gentlemen/Mesdames:

With reference to the above captioned matter enclosed herewith please find the following:

1. An original and a copy of the Articles of Dissolution of SYSTEM WOODWORKING, INC.
2. Our Trust Account check in the amount of \$43.75 for your filing fee and for a Certificate of Status.

**Please note that the Articles of Dissolution, as prepared, have an effective date of the 27<sup>th</sup> day of November, 2000.**

After the enclosed Articles have been filed, please forward a conformed copy of the Articles together with the Certificate of Status to this office in the enclosed self-addressed stamped envelope.

Thank you in advance for your prompt attention to this matter.

Cordially,



MARVIN T. BORNSTEIN

MTB/ss  
Enclosures

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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ARTICLES OF DISSOLUTION  
OF  
SYSTEM WOODWORKING, INC.

1. The name of the corporation is SYSTEM WOODWORKING, INC.
2. The names and respective addresses of its officers are:

President:

John DesMarais, Jr.  
7998 N.W. 18<sup>th</sup> Court  
Pembroke Pines, FL 33024

Secretary & Treasurer:

Christyne DesMarais  
7998 N.W. 18<sup>th</sup> Court  
Pembroke Pines, FL 33024

3. The name and address of its sole director is:

John DesMarais, Jr.  
7998 N.W. 18<sup>th</sup> Court  
Pembroke Pines, FL 33024

4. All debts obligations and liabilities of the corporation have been paid or discharged or adequate provision has been made therefore.

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

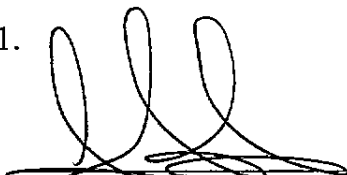
6. There are no actions pending against the corporation in any court.

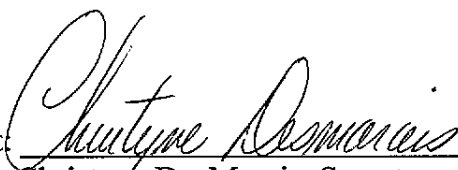
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TALLAHASSEE, FLORIDA

7. A copy of the resolution to dissolve (Written Consent of the Stockholders and Directors) is attached hereto. That resolution was adopted by the shareholders of the corporation on the 27<sup>th</sup> day of November, 2000.

**The effective date for the dissolution of the corporation shall be the 27<sup>th</sup> day of November, 2000.**

Dated this 17<sup>th</sup> day of September, 2001.

  
John DesMarais, Jr., President

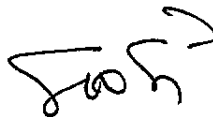
Attest:   
Christyne DesMarais, Secretary

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

State of Florida  
County of Broward

On this 17<sup>th</sup> day of September, 2001, before me personally appeared John DesMarais, Jr., who is the President of SYSTEM WOODWORKING, INC., who acknowledged before me that he executed the foregoing Articles of Dissolution.

My Commission Expires:



Notary Public - State of Florida



Steven H. Smith  
MY COMMISSION # CC794708 EXPIRES  
February 20, 2003  
BONDED THRU TROY FAIN INSURANCE, INC.

Steven H. Smith

Printed Name of Notary Public

WRITTEN CONSENT OF THE STOCKHOLDERS AND DIRECTORS  
IN LIEU OF A SPECIAL MEETING OF THE STOCKHOLDERS  
AND BOARD OF DIRECTORS PURSUANT TO FLORIDA STATUTE 607.0821

The undersigned, being all the Stockholders and Directors of SYSTEM WOODWORKING, INC., hereby take the following actions by written consent in lieu of a Special Meeting of the Board of Directors and Stockholders:

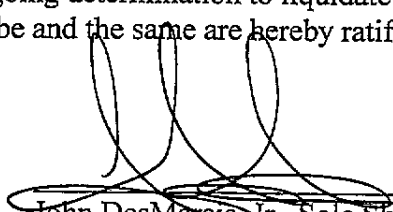
RESOLVED, that the corporation be liquidated in accordance with the provisions of Florida law and the Internal Revenue Code.

RESOLVED, that in accordance with such plan of liquidation, the officers, directors and accountant for the corporation be and they are hereby authorized and directed to:

1. File any required forms, together with a copy of this Consent, with the District Director of the Internal Revenue Service.
2. Distribute all of the assets, subject to any unpaid liabilities, to the stockholders in cancellation of all outstanding stock of the corporation.
3. File a certificate of Dissolution with the Secretary of State in Tallahassee, Florida.
4. File all other forms and documents required by the State of Florida and Federal Government, including all requisite tax returns, as soon as possible after the distribution of the corporate assets, and
5. Provide for the payment of any indebtedness owed by the corporation to any creditors, and, it is

FURTHER RESOLVED, that all actions being taken on behalf of this corporation by the officers and directors in connection with the foregoing determination to liquidate and dissolve the corporation, and the distribution of its assets, be and the same are hereby ratified and confirmed in all respects.

Dated: November 27, 2000

  
\_\_\_\_\_  
John DesMarais, Jr., Sole Shareholder and  
Sole Director.

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TALLAHASSEE, FLORIDA