

531349

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. Roberts APR 23 2007

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Articles of Dissolution

DOCUMENT NUMBER: 531349

The enclosed Articles of Dissolution and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Edward J Rose

(Name of Contact Person)

Ed Rose and Company Inc

(Firm/Company)

3 West Garden St, Suite 350

(Address)

Pensacola FL 32502

(City/State and Zip Code)

For further information concerning this matter, please call:

Edward Rose

(Name of Contact Person)

at (250) 437-0210

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- ☒ \$35 Filing Fee ☐ \$43.75 Filing Fee & Certificate of Status ☐ \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed) ☐ \$52.50 Filing Fee, Certificate of Status & Certified Copy (Additional copy is enclosed)

MAILING ADDRESS:

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

STREET ADDRESS:

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

ARTICLES OF DISSOLUTION

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

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FIRST: The name of the corporation as currently filed with the Florida Department of State:

Ed Rose And Company, Inc.

SECOND: The document number of the corporation (if known): 531349

THIRD: The date dissolution was authorized: 12/31/06

Effective date of dissolution if applicable: 12/31/06
(no more than 90 days after dissolution file date)

FOURTH: 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 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

(voting group)

Signature: _____

(By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary)

Edward J Rose

(Typed or printed name of person signing)

President

(Title of person signing)

Filing Fee: \$35

Minutes of Special Stockholders' Meeting
Plan of Liquidation
Articles of Dissolution

Pursuant to the By-Laws of the Corporation, a special meeting of the shareholders of Ed Rose & Company Inc, was held on December 31, 2006, to consider a Plan of Liquidation and Articles of Dissolution. The meeting was called to order.

Present at the meeting were shareholders representing 100% of the issued and outstanding capital stock, 1,000 shares of \$1.00 par value of the corporation. Present at the meeting was:

Ed Rose

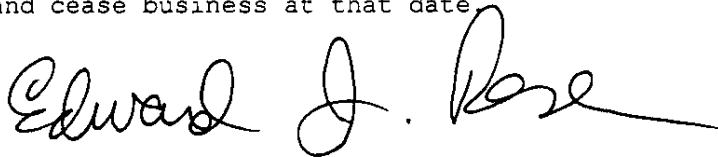
After due deliberation, the shareholders unanimously adopted the following Plan of Liquidation and Articles of Dissolution.

Plan of Liquidation

Resolved, that Ed Rose & Company Inc, be liquidated. Further that all of the assets and liabilities of the corporation have been disposed of, including the final S Corporation distribution to Ed Rose in the amount of \$300.00.

Articles of Dissolution

Resolved, that Ed Rose & Company Inc, be dissolved effective December 31, 2006, and cease business at that date.

A handwritten signature in black ink that reads "Edward J. Rose". The signature is written in a cursive, flowing style with a long horizontal line extending from the end.

Approved: Ed Rose
President

Date: 12/31/2006