

121338

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP     WAIT     MAIL


(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only

Gave OK to correct name of corp. 



100043637001

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
05 JAN -3 AM 10:59

01/03/05--01021--015 \*\*35.00

SP  
D:SS.  
1/18/05

**CHERI JOHNSON WRIGHT, P.A.**

ATTORNEY AT LAW  
290 FIRST STREET, SOUTH  
WINTER HAVEN, FLORIDA 33880

CHERI JOHNSON WRIGHT

TELEPHONE 863/293-0960  
TELECOPIER 863/294-7345

*December 29, 2004*

*Secretary of State  
Corporate Division  
P. O. Box 6327  
Tallahassee, FL 32324*

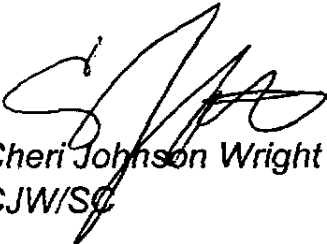
**RE: HAVEN RADIO, INC., A FLORIDA CORPORATION**

*Dear Sirs:*

*Please find enclosed the original and one copy of the Dissolution of Articles of Incorporation and supporting documentation for HAVEN RADIO, INC., A Florida Corporation. I would appreciate it if you would return one certified copy to this office. My client's check in the amount of \$35.00 is enclosed for the filing fees.*

*Thank you in advance for your assistance.*

*Yours very truly,*

  
Cheri Johnson Wright  
CJW/SC

**Enclosures**

**ARTICLES OF DISSOLUTION  
OF**

**HAVEN RADIO CO., INC., A FLORIDA CORPORATION**

I. The name of this Corporation is HAVEN RADIO CO., INC., A FLORIDA CORPORATION, which was duly incorporated on DECEMBER 11, 1929 by the State of Florida.

II. The name, title and post office address of each of the officers of the Corporation are as follows:

President/Vice-President SANDRA HERL  
Secretary/Treasurer

III. The name and post office address of each of the directors of the Corporation are as follows:

SANDRA HERL  
295 East Columbia St.  
Lake Alfred, Florida 33850

IV. All debts, obligations and liabilities of this Corporation have been discharged.

V. There are no remaining assets or property for distribution to the shareholders.

VI. There are no actions pending against the Corporation.

VII. The Corporation has elected to dissolve the Corporation pursuant to a special meeting of its directors and shareholders. A true copy of the minutes of the special meeting of the directors and shareholders, the resolution to adopt a plan of corporate liquidation, the waiver of notice, and ratification of the minutes are attached hereto and incorporated by reference as Composite Exhibit "A."

IN WITNESS WHEREOF, the undersigned has executed these Articles of Dissolution on this 29 day of Dec, 2004 in POLK County, Florida.

By: Sandra Herl  
SANDRA HERL, President, Director, Secretary and Treasurer

State of Florida

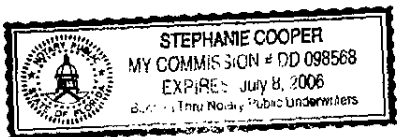
County of Polk

Before me personally appeared SANDRA HERL, known to me to be the person, who is personally known to me and who did not take an oath executed the foregoing Articles of Dissolution, and she acknowledged before me that she executed these articles of Dissolution HAVEN RADIO CO., INC. A FLORIDA CORPORATION, on behalf of the Corporation on this 29 day of Dec, 2004.

sign \_\_\_\_\_

print Stephanie Cooper

My Commission Expires:



FILED  
05 JAN -3 AM 10:52  
TALLAHASSEE, FLORIDA

FILED  
05 JAN -3 AM 10:52  
TALLAHASSEE, FLORIDA

**ASSIGNMENT**

In complete satisfaction of the rights of IRENE YONALLY (REPRESENTATIVE OF 100% OF THE SHARES), the shareholder of HAVEN RADIO <sup>CO., INC.</sup> A FLORIDA CORPORATION, (hereinafter referred to as "Corporation") and in consideration for the assumption of the corporation's liabilities by said shareholder, the undersigned, on behalf of the Corporation, hereby assigns, transfers and conveys all of the Corporation's right, title and interest in and to all of its property, both real and personal, tangible and intangible, whether known or unknown, to said shareholder as follows:

IRENE YONALLY 50 SHARES

Executed on this 29 day of Dec, 2004.

By: Sandra Herl President  
SANDRA HERL, PRESIDENT

ATTEST:

Sandra Herl Secretary  
SANDRA HERL, Secretary

(Seal)

**CORPORATE RESOLUTION****OF****HAVEN RADIO CO., INC.**

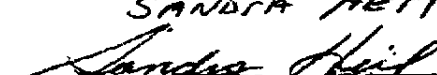
The undersigned, being the Secretary of **HAVEN RADIO CO., INC.** (hereafter "Corporation") certifies that at a meeting of the Board of Directors of the Corporation, the following resolution was duly adopted and is now in full force and effect:

**RESOLVED**, the corporation hereby directs that Sandra Herl, shall have the power to execute on behalf of the corporation, any and all instruments or documents relating to the sale of the property more particularly described on Exhibit "A" attached hereto and made a part hereof, including, but not limited to Warranty Deeds, Agreements for Deed, Settlement Statements, Affidavits of Purchaser and Vendor, Affidavits of Agreement, Affidavits as to Possession and Liens, Contracts for Sale and Purchase, or any other documents, on behalf of the Corporation required with respect to the sale or transfer of real property owned by the Corporation in Polk County.

**FURTHER RESOLVED**, Irene Peggy Yonally as resigned as Director and President of the Corporation. Sandra Herl is hereby elected as the President.

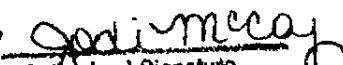
IN WITNESS WHEREOF, I have hereunto set my hand as Secretary of said Corporation and affixed the corporate seal this 11 day of February, 2004.

SANDRA HERL

  
Print Name: Sandra Herl  
SECRETARY

(CORPORATE SEAL)

SIGNATURE BANK OF AMERICA  
Bank of America, N.A.

BY   
Authorized Signature

**MINUTES OF THE SPECIAL MEETING  
OF THE DIRECTORS AND SHAREHOLDERS OF  
HAVEN RADIO, CO., INC., A FLORIDA CORPORATION**

A special meeting of the directors and shareholders of HAVEN RADIO CO., INC., a Florida corporation, was held at 295 E. COLUMBIA AVE., LAKE ALFRED, FLORIDA 33850, at 8:00 A.M. on MARCH 22, 2004, pursuant to a waiver of notice attached hereto.

The following directors were present: SANDRA HERL being all of the directors of the Corporation.

The following shareholders were present, in person or by proxy:

<u>Shareholder</u>	<u>Shares</u>	<u>In person</u>	<u>By proxy</u>
IRENE YONALLY	50		BY SANDRA HERL, POWER OF ATTORNEY FOR IRENE YONALLY

SANDRA HERL acted as chairman and as secretary of the meeting. the chairman declared that all of the directors and shareholders were present, either in person or by proxy, and that all had executed a waiver of notice of the meeting. The chairman then announced the purpose of the meeting was to consider the dissolution of the Corporation and to adopt a plan of liquidation of the assets of the Corporation.

A discussion ensued, and the following resolutions were unanimously adopted by the board of directors and shareholders of the Corporation:

WHEREAS, the shareholders and directors of the Corporation have determined that it is advisable and beneficial for the Corporation that it be liquidated and dissolved; and

WHEREAS, the shareholders and directors must adopt and hereby adopt a plan of liquidation and dissolution of the Corporation;

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 creditors and debtors of the Corporation, and apportion the remaining assets among the shareholders according to their respective interests:

1. The Corporation shall be liquidated pursuant to Section 331 of the Internal Revenue code and Sections 607.1401 and 607.1402 of the Florida Statutes.

2. The Corporation started distribution on March 22, 2004 and will complete distributions on December 31, 2004.

3. There are no known liabilities or obligations of the Corporation.

4. The officers of the Corporation are authorized to sell or otherwise liquidate all the properties and assets of the Corporation that they deem necessary or advantageous to facilitate the liquidation of the Corporation.


5. 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:

- (a) executing any and all instruments of conveyance;
- (b) paying all taxes and fees;
- (c) executing all documents required by law to be filed; and
- (d) doing all other things necessary or convenient to effect the dissolution of the Corporation.

6. 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 of the Corporation to the shareholders of record according to their respective rights and interests in exchange for all their stock in the Corporation.

There being no further business to come before the meeting, it was, upon motion duly made, seconded and unanimously carried, adjourned.

Dated: Dec 29, 2004

  
Sandra Herl, President, Director, Secretary and  
Treasurer

**NOTICE TO CREDITORS**

TO THE CREDITORS OF HAVEN RADIO CO., INC., A FLORIDA CORPORATION

You are hereby notified that HAVEN RADIO CO., INC., a Florida Corporation, with its principal place of business at 295 E. COLUMBIA AVE., LAKE ALFRED, FLORIDA 33850 has adopted a resolution to voluntarily dissolve the Corporation pursuant to F.S. 607.1401 [F.S. 607.1402 should be cited if dissolution is by unanimous written consent of the shareholders and directors.]

The Corporation will proceed to collect its assets and dispose of its properties, and pay or discharge its liabilities or make adequate provision for payment or discharge thereof.

Dated this 29 day of Dec, 2004.

HAVEN RADIO CO., INC., A FLORIDA CORPORATION

By: Sandra Herl  
SANDRA HERL, PRESIDENT,  
DIRECTOR, SECRETARY AND  
TREASURER



**WAIVER OF NOTICE OF THE SPECIAL MEETING  
OF THE DIRECTORS AND SHAREHOLDER OF  
HAVEN RADIC CO., INC., A FLORIDA CORPORATION**

We, the undersigned directors and shareholders, hereby agree and consent that the special meeting of directors and shareholders of the Corporation be held on the date and the time and place state below for the purpose of considering the dissolution of the Corporation and adopting a plan of liquidation of the assets of the Corporation and we hereby waive all notice of the meeting and any adjournment thereof.

Date of meeting: MARCH 22, 2004

Time of meeting: 8:00 A.M.

Place of meeting: 295 E. COLUMBIA AVE., LAKE ALFRED, FL 33850


Dated: Dec 29, 2004

Sandra Herl  
SANDRA HERL, PRESIDENT, DIRECTOR,  
SECRETARY AND TREASURER

**RATIFICATION OF THE MINUTES OF THE SPECIAL MEETING  
OF THE DIRECTORS OF THE SHAREHOLDERS OF  
HAVEN RADIO CO., INC., A FLORIDA CORPORATION**

We, the undersigned shareholders (or assigns thereof) and directors of HAVEN RADIO CO., INC. A FLORIDA CORPORATION, have read these minutes and hereby approve, ratify and confirm all business transacted as reported herein and in signification of our approval, ratification and confirmation, and of our consent to any and all acts done at the meeting, do hereby sign our names.

SHAREHOLDERS:

  
IRENE YONALLY SHAREHOLDER, BY  
SANDRA HERL, POWER OF ATTORNEY FOR  
IRENE YONALLY

**MINUTES OF SPECIAL MEETING OF DIRECTORS AND SHAREHOLDERS  
OF HAVEN RADIO CO., INC., A FLORIDA CORPORATION**

The undersigned, being all of the member(s) of the Board of Directors and Shareholders of HAVEN RADIO CO., INC. A FLORIDA CORPORATION (the "Company"), was present at the Special Meeting which was held on MARCH 22, 2004 at 295 E. COLUMBIA AVE., LAKE ALFRED, FLORIDA 33850.

The purpose of this meeting was to Administratively dissolve Haven Radio, Inc., a Florida Corporation.

RESOLVED, that the Company is hereby dissolved

DATE: Dec 29, 2004

Sandra Herl  
SANDRA HERL, PRESIDENT,  
DIRECTOR, SECRETARY AND  
TREASURER

Irene Yonally per Sandra Herl POA  
IRENE YONALLY SHAREHOLDER, BY SANDRA  
HERL, POWER OF ATTORNEY FOR IRENE  
YONALLY