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SECURETARY OF STAIL
TALLAHASSEE FROME.

ATTORNEYS' HOLDING, INC. 192 Vining Court Ormond Beach, FL 32176 386-673-4200

OF DEC 13 AM 9. 30

December 10, 2004

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

Re: Attorneys' Holding, Inc.

Dear Sir or Madam:

Enclosed herewith find the original and one copy of Articles of Dissolution of Attorneys' Holding, Inc., together with the Consent of Shareholders.

Also enclosed is our check in the sum of 44.75 for the filing fee and one certified copy of the Articles of Dissolution.

Please forward the same to us at your earliest convenience using the enclosed self-addressed envelope.

Sincerely yours,

LEC:clc

Encs.

cc: William M. Barr, Esq. James G. Hahl, Esq.

ARTICLES OF DISSOLUTION

The name of the corporation is:
 ATTORNEYS HOLDING, INC.

2. The name and respective addresses of its officers are:

President:

Louis E. Conway 10 Lake Isle Way

Ormond Beach, FL 32174

Secretary/Treasurer:

James G. Hahl

779 Sterling Chase Drive Port Orange, FL 32124

3. The name and respective addresses of its directors are:

James G. Hahl Louis E. Conway
779 Sterling Chase Dr. 10 Lake Isle Way
Port Orange, FL 32124 Ormond Beach, FL 32174

- 4. All debts, obligations and liabilities of the corporation have been paid or discharged or adequate provision has been made therefore.
- 5. All the 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.
- 7. An executed copy of the written consent of the shareholders to dissolve is attached. Such written consent has been signed by all shareholders of the corporation.

Louis E. Conway, President

James G. Hahl, Secretary

STATE OF FLORIDA COUNTY OF VOLUSIA

The foregoing was acknowledged before me by LOUIS E. CONWAY, as President of ATTORNEYS' HOLDING, INC. this day of Tocombes, 2004. He is personally known to me.



Connie A. Collina

Connie L. Collins

Notary Public, State of Florida Commission Number: DD 255392

Commission Expires: Sept. 14, 2005

STATE OF FLORIDA COUNTY OF VOLUSIA

The foregoing was acknowledged before me by JAMES G. HAHL, as Secretary of ATTORNEYS' HOLDING, INC. this day of <u>December</u>, 2004. He is personally known to me.

Notary Public, State of Florida Commission Number: Commission Expires:



CONSENT OF SHAREHOLDERS AND DIRECTORS TO VOLUNTARY DISSOLUTION OF ATTORNEYS' HOLDING. INC.

- 1. The undersigned, being the owners of 100% of capital stock of Attorneys' Holding, Inc., and all of the members of the Board of Directors of Attorneys' Holding, Inc., a corporation and created and existing under and by virtue of the laws of the State of Florida, deeming it advisable and for the best interest of said corporation and its shareholders that the same should be dissolved, hereby consent to the dissolution of said corporation, as provided for by the general corporation laws of the State of Florida, and do hereby sign this consent to the end that it may be filed in the Office of the Department of State of the State of Florida as provided by law.
- 2. The officers of the corporation are directed to prepare an appropriate Articles of Dissolution and file the and with the Secretary of State, State of Florida for the purpose of dissolving the corporation.

Shareholder '

Number of Shares

William M. Barr Louis E. Conway James G. Hahl 7 7 .2 1/3

William M. Barr Ottorney in fact

Louis E. Conway

James G. Hahl