

Law Offices of
E. MARK BREED III, P.A.
325 North Commerce Avenue
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E. MARK BREED III
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224507
November 8, 2000

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, FL 32314-6327

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-11/13/00--01145--006
*****43.75 *****43.75

RE: E.R. SOMERS & SON, INC.

Gentlemen:

Enclosed for filing is an original and copy of Articles of Dissolution for the above named corporation. Please return to this office one (1) certified copy of said Articles of Dissolution.

Also enclosed, please find a check in the amount of \$43.75, representing the filing fee and a certified copy of the Articles.

Your assistance and cooperation in this matter will be appreciated.

Sincerely,

E. Mark Breed III

E. MARK BREED III

EMBIII/lw
Enclosures
wpkp/corpdiss.ltr

FILED
00 NOV 13 PM 3:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

vo/dis
T. LEWIS NOV 21 2000

**ARTICLES OF DISSOLUTION
OF
E.R. SOMERS & SON, INC.**

FILED
00 NOV 13 PM 3:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I. The name of this Corporation is E.R. SOMERS & SON, INC. which was duly incorporated on June 5, 1959, 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: E.R. Somers
4100 Thoroughbred Lane
Sebring, FL 33870

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

E.R. Somers
4100 Thoroughbred Lane
Sebring, FL 33870

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

V. All the remaining property, cash and assets of the Corporation have been distributed among its shareholders according to their respective rights and interests.

VI. There are no actions pending against the Corporation.

VII. The Corporation has elected to dissolve effective November 10, 2000 on the unanimous written consent of its shareholders and directors. A copy of the consent is incorporated and attached as Exhibit "A."

IN WITNESS WHEREOF, the undersigned has executed these Articles of Dissolution on 8th day of November, 2000, in Sebring, Highlands County, Florida.

E.R. Somers
E.R. SOMERS
President

ATTEST:

E.R. Somers
Secretary

STATE OF FLORIDA

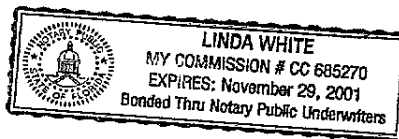
COUNTY OF HIGHLANDS

BEFORE ME, the undersigned authority, personally appeared E. R. Somers to me well known and known to me to be the person described in and who executed the foregoing Articles of Dissolution, and acknowledged before me that he executed these Articles of Dissolution of E.R. SOMERS & SON, INC. on behalf of the corporation.

WITNESS my hand and official seal, this 8th day of November, 2000.

Linda White
NOTARY PUBLIC, State of Florida

My Commission Expires:
wpkp/somers.dis



UNANIMOUS WRITTEN CONSENT OF
SHAREHOLDERS AND DIRECTORS
TO VOLUNTARY DISSOLUTION OF
E.R. SOMERS & SON, INC.

I, the undersigned, being all of the shareholders and directors of E.R. SOMERS & SON, INC., a Florida corporation, do hereby consent to the voluntary dissolution of such corporation and do authorize and direct the appropriate officers of the corporation to take all steps necessary or appropriate to carry out the intent of this resolution.

In assent to the above, each of the undersigned stockholders and directors has signed his or her name and dated the signing opposite the number of shares of the corporation held by him or her of record on such date.

Shareholders

Signature

Date

No. of Shares


E.R. SOMERS

November 10, 2000

10

Directors

Signature

Date


E.R. SOMERS

November 10, 2000