

261828

Requestor's Name

CHARLES R. WILSON
ATTORNEY AT LAW
P. O. BOX 12336
112 FEDERAL HIGHWAY (U. S.1)
LAKE PARK, FLORIDA 33403-2336

400002377614--5

-12/19/97--01047--002

*****35.00 *****35.00

Office Use Only

COR

MBER(S), (if known):

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

FILED
 SECRETARY OF STATE
 DIVISION OF CORPORATIONS
 97 DEC 19 PM 4:01

| NEW FILINGS | |
|--------------------------|-------------------|
| <input type="checkbox"/> | Profit |
| <input type="checkbox"/> | NonProfit |
| <input type="checkbox"/> | Limited Liability |
| <input type="checkbox"/> | Domestication |
| <input type="checkbox"/> | Other |

| AMENDMENTS | |
|-------------------------------------|--|
| <input type="checkbox"/> | Amendment |
| <input type="checkbox"/> | Resignation of R.A., Officer/ Director |
| <input type="checkbox"/> | Change of Registered Agent |
| <input checked="" type="checkbox"/> | Dissolution/Withdrawal |
| <input type="checkbox"/> | Merger |

| OTHER FILINGS | |
|--------------------------|------------------|
| <input type="checkbox"/> | Annual Report |
| <input type="checkbox"/> | Fictitious Name |
| <input type="checkbox"/> | Name Reservation |

| REGISTRATION/ QUALIFICATION | |
|--------------------------------|---------------------|
| <input type="checkbox"/> | Foreign |
| <input type="checkbox"/> | Limited Partnership |
| <input type="checkbox"/> | Reinstatement |
| <input type="checkbox"/> | Trademark |
| <input type="checkbox"/> | Other |

01-02-98

TELEPHONE
(407) 848-2569
FACSIMILE
(407) 842-4321

CHARLES R. WILSON
ATTORNEY AT LAW
P. O. BOX 12336
112 FEDERAL HIGHWAY (U. S.1)
LAKE PARK, FLORIDA 33403-0336

PLEASE ADDRESS REPLY TO:
P.O. BOX 12336
LAKE PARK, FLORIDA

December 9, 1997

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, Florida 32301

Re: Riviera Optical Co., Inc.

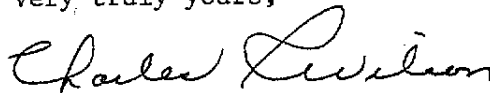
Dear Sir:

We are enclosing minutes, ratification of minutes,
articles of dissolution and waiver regarding the
above corporation.

If there is any additional information required,
please contact this office.

Thank you for your cooperation.

Very truly yours,


Charles R. Wilson *cew*

Enc: stated above
CRW:djo



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 11, 1997

CHARLES R. WILSON, ESQ.
P. O. BOX 12336
LAKE PARK, FL 33403-0336

SUBJECT: RIVIERA OPTICAL CO., INC.
Ref. Number: 261828

This will acknowledge receipt of your correspondence which is being returned for the following reason(s):

The fee to file articles of dissolution or a certificate of withdrawal is \$35. For each certified copy requested, please add an additional \$52.50.

If you have any questions concerning this matter, please either respond in writing or call (850) 487-6905.

Thelma Lewis
Corporate Specialist Supervisor

Letter Number: 497A00058447

ARTICLES OF DISSOLUTION

OF

RIVIERA OPTICAL CO., INC.

I. The name of the Corporation is Riviera Optical Co., Inc.,
incorporated on August 14, 1962 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: John David Knoll
6508 143rd Street North
Palm Beach Gardens, Florida 33418

Vice-President: Rosemary Knoll
6508 143rd Street North
Palm Beach Gardens, Florida 33418

Secretary-Treasurer: Rosemary Knoll
6508 143rd Street North
Palm Beach Gardens, Florida 33418

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

John David Knoll, 6508 143rd Street North, Palm Beach Gardens, FL

Rosemary Knoll, 6508 143rd Street North, Palm Beach Gardens, FL

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

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

VI. There are no actions pending against the Corporation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of
Dissolution on Nov. 12, 1987 in Palm Beach County, Florida.

BY: John David Knoll

President

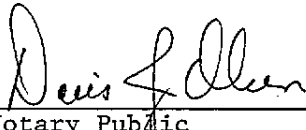
ATTEST: Rosemary Knoll

Secretary

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 DEC 19 PM 4:01

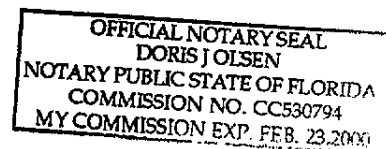
STATE OF FLORIDA)
 :\$\$.
COUNTY OF PALM BEACH)

Before me personally appeared JOHN DAVID KNOLL, known to me and known by me to be the person who executed the foregoing Articles of Dissolution, and he acknowledged before mt that he executed these Articles of Dissolution of RIVIERA OPTICAL CO., INC., on behalf of the corporation.



Notary Public

My Commission Expires:



WAIVER OF NOTICE OF THE SPECIAL
MEETING OF THE DIRECTORS AND SHAREHOLDERS

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 at the time and place stated 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 11/12/97.

Time of Meeting 6:30 PM.

Place of Meeting Home.

Dated: 11/12/97.

John Knoll
Rosemary Knoll

MINUTES OF THE SPECIAL MEETING OF THE
DIRECTORS AND SHAREHOLDERS OF RIVIERA OPTICAL CO., INC.

A special meeting of the directors and shareholders of Riviera Optical Co., Inc., a Florida corporation, was held at the Law Office of Charles R. Wilson, Esquire, 112 Federal Highway, Lake Park, Florida 33403-2336 on Nov 14, 1997 at 10.30 A.M. pursuant to a waiver of notice attached hereto

The following directors were present:

John David Knoll and Rosemary A. Knoll

being all of the directors of the Corporation.

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

| Stockholder | Shares | In Person | By Proxy |
|-------------|--------|-----------|----------|
|-------------|--------|-----------|----------|

John David Knoll acted as chairman and Rosemary Knoll acted as secretary of the meeting. The chairman declared that all majority 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 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 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 § _____ of the Internal Revenue Code and §§607.257 and 607.261 of the Florida Statutes.
2. The Corporation has distributed all of its property and assets during the calendar month of May, 1997.
3. All the liabilities and obligations of the Corporation are paid and discharged.
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: Nov 12, 1997

John Knell
Chairman
Rosemary Knell
Secretary

RATIFICATION
OF THE MINUTES OF THE SPECIAL MEETING OF
THE BOARD OF DIRECTORS AND SHAREHOLDERS

We, the undersigned shareholders and directors of RIVIERA OPTICAL CO., INC., 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.

J. D. Knoll
Rosemary Knoll