

310891

August 3, 2000
Tanden Corporation
2600 Carter Grove Circle
Windermere, FL 34786
Tel: (407) 876-3449

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

800003350108--3
-08/08/00--01101--001
*****52.50 *****52.50

Subject: Filing of Articles of Dissolution and Request For Certified Copies

Gentlemen:


Enclosed please find an executed copy of the articles of dissolution for Tanden Corporation, whose Document Number is 310891.

Also enclosed is a check in the amount of \$52.50 to be applied to the dissolution filing fee and two (2) certified copies of the recorded articles of dissolution.

Please mail the certified copies to Tanden Corporation at the address shown above.

Sincerely,

Tanden Corporation

by: 

A. Michael Ogram

President

FILED
00 AUG -8 PM 4:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Vol 101

T. LEWIS AUG 17 2000

ARTICLES OF DISSOLUTION

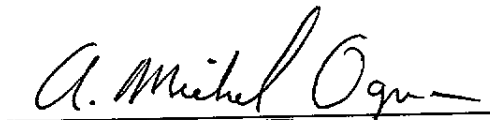
Pursuant to 607.1403, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST: The name of the corporation is Tanden Corporation.
The document number of the corporation is 310891.

SECOND: Dissolution was authorized on August 1, 2000.

THIRD: Adoption of Dissolution:
Dissolution was unanimously approved by the shareholders.
The number of votes cast for dissolution was sufficient for approval.

Signed this 1st day of August, 2000.

A handwritten signature in cursive script, reading "A. Michael Ogram", is written over a horizontal line.

A. Michael Ogram

President

FILED
00 AUG -8 PM 4:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MEETING MINUTES

MINUTES OF SPECIAL MEETING OF THE STOCKHOLDERS OF THE TANDEN CORPORATION

A Special Stockholders Meeting of the Tanden Corporation was held at 2600 Carter Grove Circle, Windermere, Florida on the 1st day of August, 2000 at 6:00 PM, at which A. Michael Ogram was present as sole stockholder of the Tanden Corporation.

On motion duly made and carried, the following resolution was adopted:

WHEREAS, this corporation has no outstanding debts and has for some time been engaged solely in passive investments not requiring management by a corporate entity, be it

RESOLVED, that distribution of the corporate assets to the stockholder and dissolution of the corporation is in the best interests of the stockholder, and be it further

RESOLVED, that the Directors of the corporation be, and hereby are, authorized to distribute all corporate monies, securities, items of equipment and any other tangible and intangible assets to the stockholder, and be it further

RESOLVED, that the Directors of the corporation be, and hereby are, authorized to convey title to all land in which the corporation holds an interest to the stockholder, and be it further

RESOLVED, that the Directors of the corporation be, and hereby are, authorized to submit Articles of Dissolution, effective the date of this meeting, to the Department of State of Florida and do every other act necessary to wind up and liquidate its business and affairs.

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



A. Michael Ogram - President

ATTEST:



Arlene C. Ogram - Secretary-Treasurer