

355991

Delcrest Building Corporation  
3900 Bowaventure Blvd.  
Weston, FL 33332

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

S. PAYNE MAR 27 2000

D:SS.



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

March 15, 2000

Delcrest Building Corp.  
3900 Bonaventure Blvd.  
Weston, FL 33332

SUBJECT: DELCREST BUILDING CORP.  
Ref. Number: 355991

We have received your document for DELCREST BUILDING CORP. . However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The fee to file articles of dissolution or a certificate of withdrawal is \$35. Certified copies are optional and are \$8.75 for the first 8 pages of the document, and \$1 for each additional page, not to exceed \$52.50.

The current name of the entity is as referenced above. Please correct your document accordingly.

Please return a copy of this letter along with your document to ensure proper handling.

If you have any questions concerning this matter, please either respond in writing or call (850) 487-6901.

Susan Payne  
Senior Section Administrator

Letter Number: 900A00014275

RECEIVED  
00 MAR 24 AM 8:54  
DIVISION OF CORPORATIONS

FILED

00 MAR 24 PM 2: 57

**ARTICLE OF DISSOLUTION  
OF DELCREST BUILDING CORP**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to Section 607.1403 of the Florida Statutes, the undersigned Corporation adopts the Article of Dissolution.

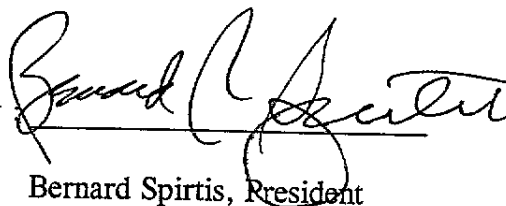
FIRST: The Name of the Corporation is DELCREST BUILDING CORP, a corporation organized under the Laws of the State of Florida, filed on November 26, 1969.

SECOND: A dissolution of the Corporation was authorized and approved by the president through an Action by Written Consent in Lieu of Joint Special Meeting of Shareholders and Directors, which constitute sufficient for approval pursuant to Law.

THIRD: these article of dissolution will take effect on October 1, 1999 at 8:00 A.M.

Dated : March 3, 2000

DELCREST BUILDING CORP.

By   
Bernard Spirtis, President

ACTION BY WRITTEN CONSENT  
IN LIEU OF JOINT SPECIAL MEETING  
DELCREST BUILDING CORP.  
A FLORIDA CORPORATION

The undersigned being all the Directors and Shareholders of Delcrest Building Corp., a corporation organized under the laws of the State of Florida ("Corporation"), pursuant to 607.020 Florida Statutes

1. We have determined that it would be in the best interests of the Corporation and its Shareholders for the Corporation to be Dissolved. Therefore, pursuant to Section 607.1402(6) of the Florida Statutes, We hereby consent to the dissolution of the corporation.

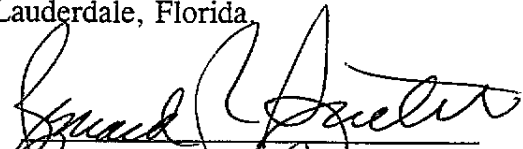
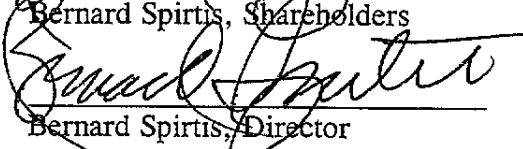
2. The shareholders further agree that the officers and Directors of the Corporation are authorized and directed to take all actions necessary to wind up the affairs of the Corporation, including the lease, sale, conveyance or assignment of any or all of the Corporation's assets and to execute any documents or instruments necessary and incident thereto.

3. The shareholders further agree that the officers and Directors of the Corporation are authorized and directed to apply the assets of the Corporation, in cash or in kind, to the payment of its known debts and obligations. After disposing of the assets and making suitable provision for the payment of all of its known debts, the officers and directors are authorized and directed to distribute the remainder of the Corporation's assets to the shareholders, in cash or in kind, according to their respective right and interests.

4. The shareholders further agree that the officers and /directors of the Corporation are authorized and directed to execute all documents, instruments, reports, tax returns, certificates and affidavits required by any federal, state or local government in connection with or by reason of the liquidation and dissolution of the Corporation.

5. The shareholders further agree that, on completion of all liquidation procedures, the officers and Directors of the Corporation are authorized and directed to file all documents required by law to complete the winding up of the affairs and the dissolution of the corporation.

EXECUTED on March 3, 2000, at Fort Lauderdale, Florida

  
Bernard Spirtis, Shareholders  
  
Bernard Spirtis, Director