

368537

LAW OFFICE OF
DAVID L. STOUT
ATTORNEY AT LAW
8813 NINTH STREET NORTH
ST. PETERSBURG, FLORIDA 33702-3430

Tel. 813-576-6101

Fax 813-576-8269

August 13, 1997

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

500002274585--0
-08/22/97--01053--015
*****87.50 *****87.50

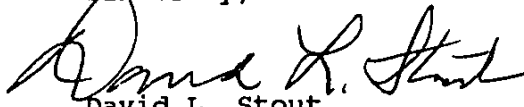
Re: Dissolution of Beach Cinema, Inc., A Florida Corporation.
Date Incorporated: August 18, 1970
Document Number: 368537

Ladies and Gentlemen:

Please find enclosed Articles of Dissolution of Beach Cinema, Inc., together with a check in the amount of \$87.50 payable to the order of Secretary of State to cover the filing fee (\$35.00) and the cost of a certified copy of the Articles of Dissolution (\$52.50).

I have enclosed an envelope with a stamp for your convenience for return to me of the certified copy of the Articles of Dissolution. Please contact this office in the event that you have any questions. Thank you for your time and consideration in this matter.

Sincerely,


David L. Stout

DLS:kr
Enclosures

V8 AUG 29 1997

Voldis

FILED
97 AUG 22 AM 8:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED
97 AUG 22 AM 8:30
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF DISSOLUTION

of

BEACH CINEMA, INC.

The undersigned Corporation, in accordance with the Florida Business Corporation Act hereby adopts the following Articles of Dissolution:

ARTICLE I. The name of the Corporation is: BEACH CINEMA, INC.

ARTICLE II. The names and addresses of the Corporation's Officers are: James E. West, President
5499 Urbane Street North
St. Petersburg, Florida 33714

William W. West, Vice President
7628 Colonial Court
Tampa, Florida 33615

Marjorie Treen West, Secretary-Treasurer
5499 Urbane Drive North
St. Petersburg, Florida 33714

ARTICLE III. The names and addresses of the Corporation's three Directors are: James E. West, President
5499 Urbane Street North
St. Petersburg, Florida 33714

William W. West, Vice President
7628 Colonial Court
Tampa, Florida 33615

Marjorie Treen West, Secretary-Treasurer
5499 Urbane Drive North
St. Petersburg, Florida 33714

ARTICLE IV. All debts, obligations and liabilities of the Corporation have been paid or discharged or adequate provision has been made therefor.

ARTICLE V. All remaining property and assets of the Corporation have been distributed to its shareholders in cancellation of all issued and outstanding shares of stock of the Corporation.

ARTICLE VI. There are no actions pending against the Corporation in any court.

ARTICLE VII. The Corporation elected to dissolve by unanimous Written Action signed by all of the shareholders of the Voting Stock and all of the members of the Board of Directors of the Corporation. A copy of the Written Action is attached as Exhibit "A".

ARTICLE VIII. The effective date of these Articles of Dissolution shall be the date and time such Articles of Dissolution are filed with the Florida Department of State.

IN WITNESS WHEREOF, the undersigned has executed and signed these Articles of Dissolution this 25th day of JULY, 1997, 1997.

BEACH CINEMA, INC.

By: James E. West
James E. West, President

(CORPORATE SEAL)

EXHIBIT A

UNANIMOUS WRITTEN CONSENT OF SHAREHOLDERS TO
VOLUNTARY DISSOLUTION OF BEACH CINEMA, INC.

The undersigned, being all of the shareholders of Beach Cinema, Inc., A Florida Corporation, acting without meeting pursuant to the Bylaws of the Corporation and of the Florida Business Corporation Act, consent to the voluntary dissolution of the Corporation and hereby consent to and adopt the following preambles, resolutions, and actions:

1. RESOLVED that this unanimous written action shall be in lieu of a special joint meeting of the Board of Directors and the Shareholders of the Corporation.
2. WHEREAS it is in the best interest of the Corporation that it be liquidated and its assets distributed to its shareholders in accordance with the provisions of Section 331 of the Internal Revenue Code, as amended, now therefore, it is

RESOLVED, that the Corporation shall liquidate pursuant to the following plan of liquidation, (the "Plan"):

- (a) That within thirty (30) days of the date of this resolution adopting this Plan of Liquidation, counsel for the Corporation shall file Form 966 with the District Director of Internal Revenue, Atlanta, Georgia, together with a certified copy of this resolution.
- (b) That the Corporation shall proceed as far as possible to collect all outstanding accounts receivable and to settle any claims against it.
- (c) That as soon as practicable, the Corporation, by its duly authorized officers and directors, shall distribute all assets, subject to any unpaid liabilities including all costs of effecting and administering the Plan, to its shareholders in redemption and cancellation of all the outstanding capital stock of the Corporation.

- (d) That the proper officers of the Corporation shall file Articles of Dissolution pursuant to the Florida Business Corporation Act with the Secretary of the State of Florida.
- (e) That the proper officers shall file all other forms and documents required by the State of Florida and the Federal Government, including tax returns, as soon as possible after distribution of the corporate assets.
- (f) That the officers and directors of the Corporation are hereby approved, authorized, and directed to carry out the provisions of this resolution, and to adopt any further resolutions that may be necessary in liquidating and dissolving the Corporation in accordance with the expressed intent of the shareholders under the Plan adopted.

The undersigned, being all of the Directors and Shareholders of Beach Cinema, Inc., do hereby ratify, approve, consent to and confirm all of the above preambles, resolutions and actions.

Number of Shares: 500

James E. West

Date: 7-24-97

Number of Shares: 500

Marjorie Treen West

Date: 7-24-97

William W. West

Date: 19 JUL 97

Number of Shares: 500

Josephine H. West

Date: 19 JUL 97