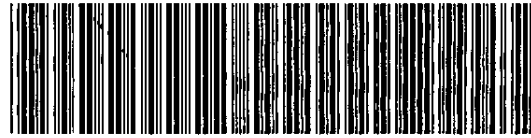


433304



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04/06/11--01014--014 **52.50

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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TALLAHASSEE, FLORIDA

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Brown 4-7-11

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: DISSOLUTION UNDER SECTION 607.1403

DOCUMENT NUMBER: 433304

The enclosed Articles of Dissolution and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

ARNOLD GEWIRTZ
(Name of Contact Person)

FAY POTTER UNDERFASHIONS, INC.
(Firm/Company)

c/o GEWIRTZ, 184 CREPE MYRTLE DR.
(Address)

GROVELAND, FLORIDA 34736
(City/State and Zip Code)

For further information concerning this matter, please call:

ARNOLD GEWIRTZ at (352) 404-0033
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- \$35 Filing Fee \$43.75 Filing Fee & Certificate of Status \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed) \$52.50 Filing Fee, Certificate of Status & Certified Copy (Additional copy is enclosed)

MAILING ADDRESS:
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

STREET ADDRESS:
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

ARTICLES OF DISSOLUTION

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

FIRST: The name of the corporation as currently filed with the Florida Department of State:

FAY POTTER UNDERFASHIONS, INC.

SECOND: The document number of the corporation (if known): 433304

THIRD: The date dissolution was authorized: MARCH 31, 2011

Effective date of dissolution if applicable: N/A (no more than 90 days after dissolution file date)

FOURTH: Adoption of Dissolution (CHECK ONE)

[X] Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.

[] Dissolution was approved by the shareholders through voting groups.

The following statement must be separately provided for each voting group entitled to vote separately on the plan to dissolve:

The number of votes cast for dissolution was sufficient for approval by

(voting group)

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Signature: [Handwritten Signature] (By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary)

ARNOLD GEWIRTZ (Typed or printed name of person signing)

CHAIRMAN, PRESIDENT, TREASURER, (Title of person signing)

Filing Fee: \$35