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DISSOLUTION OR WITHDRAWAL

MCCULLY CONSTRUCTION COMPANY

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**ARTICLES OF DISSOLUTION
OF
McCULLY CONSTRUCTION COMPANY
A FLORIDA CORPORATION**

Pursuant to the provisions of Sections 617.1403 of the Florida Statutes, the undersigned Florida not-for-profit corporation hereby adopts the following Articles of Dissolution:

ARTICLE I - NAME OF CORPORATION

The name of the corporation is: McCully Construction Company (hereinafter referred to as the "Corporation").

ARTICLE II - DATE DISSOLUTION AUTHORIZED

This dissolution was authorized by Written Action adopted by the sole Shareholder of the Corporation by an Action by Written Consent of the Sole Shareholder on September 8, 2008.

ARTICLE III - APPROVAL OF DISSOLUTION

This dissolution was approved by the sole shareholder of the Corporation. The approval was evidenced by written action of the sole shareholder of the Corporation, which was sufficient for approval pursuant to law.

ARTICLE IV - EFFECTIVE DATE OF DISSOLUTION

The Corporation shall be dissolved effective upon the filing of these Articles of Dissolution.

Dated this 8 day of September, 2008.

**McCULLY CONSTRUCTION COMPANY
A FLORIDA CORPORATION**

BY: Doris McCully

**DORIS McCULLY
PRESIDENT**

**ACTION BY WRITTEN CONSENT
OF THE BOARD OF DIRECTORS OF
McCULLY CONSTRUCTION COMPANY
A FLORIDA CORPORATION**

The undersigned, who is the sole member of the Board of Directors of the McCully Construction Company ("Corporation"), a Florida corporation, hereby adopts and takes the following written actions without a meeting, all pursuant to §607.0821, Florida Statutes and the Bylaws of the Corporation:

RESOLUTION RECOMMENDING DISSOLUTION

In compliance with the laws of the State of Florida, the undersigned sole member of the Board of Directors of the Corporation hereby adopts the following Resolution:

WHEREAS, the sole director of the Corporation desires to dissolve and wind up the affairs of the Corporation; and

WHEREAS, the sole director hereby direct that the question of such dissolution be submitted to a vote of the shareholders of the Corporation entitled to vote thereon, and;

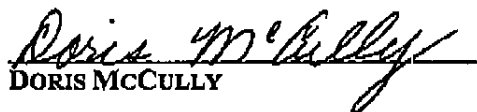
WHEREAS, pursuant to §607.0704, Florida Statutes and the Bylaws of the Corporation, the shareholders of the Corporation may approve or disapprove this Resolution without a meeting, without prior notice, and without a vote, by an Action by Written Consent of the Shareholders.

NOW THEREFORE, BE IT RESOLVED:

The Board of Directors of McCULLY CONSTRUCTION COMPANY hereby recommends that the Corporation be dissolved and that such recommendation be submitted to the shareholders of the Corporation for approval by Written Action.

ADOPTED this 8 day of September, 2008.

SOLE DIRECTOR:


DORIS McCULLY

**ACTION BY WRITTEN CONSENT
OF THE SOLE SHAREHOLDER OF
McCULLY CONSTRUCTION COMPANY
A FLORIDA CORPORATION**

The undersigned, who is the sole shareholder McCully Construction Company ("Corporation"), a Florida corporation, hereby adopts and takes the following written actions without a meeting, all pursuant to §607.0704, Florida Statutes and the Bylaws of the Corporation:

APPROVAL OF RESOLUTION RECOMMENDING DISSOLUTION

In compliance with the laws of the State of Florida, the undersigned sole shareholder of the Corporation hereby adopts the following Resolution:

WHEREAS, on September 8, 2008, the Board of Directors of the Corporation adopted a resolution recommending the dissolution and winding up of the affairs of the Corporation and calling for the submission of such recommendation to the shareholders of the Corporation for approval (the "Resolution"); and

WHEREAS, pursuant to §607.0704, Florida Statutes and the Bylaws of the Corporation, the shareholders of the Corporation may approve or disapprove the Resolution without a meeting, without prior notice, and without a vote, by an Action by Written Consent of the Shareholders.

NOW THEREFORE, BE IT RESOLVED:

The Sole Shareholder of McCULLY CONSTRUCTION COMPANY hereby approves the Resolution and hereby authorizes the officers and directors of the Corporation to undertake all necessary actions and execute and file any and all necessary documents in order to accomplish the dissolution of the Corporation as recommended in the Resolution.

ADOPTED this 8 day of September, 2008.

SOLE SHAREHOLDER:


DORIS McCULLY