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April 4, 2001

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-04/06/01--01093--016  
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Corporate Records Bureau  
Division of Corporations  
Department of State  
Post Office Box 6327  
Tallahassee, Florida 32314

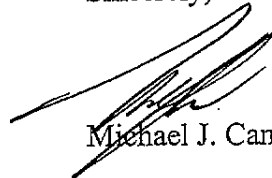
**Re: Articles of Dissolution of Michael J. Canan, Inc.**

Dear Sir or Madam:

Enclosed for filing with your office are the Articles of Dissolution for the above referenced entity. Also enclosed is a check in the total amount of \$43.75 to cover the \$35.00 filing fee and the \$8.75 fee for the certified copy.

Please return the certified copy to the undersigned.

Sincerely,

  
Michael J. Canan

MJC/mg  
enclosures

FILED  
01 APR -6 AM 10:59  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

MELBOURNE  
321-727-8100



TALLAHASSEE  
850-222-7717

*Advised*  
*4-12*

**ARTICLES OF DISSOLUTION  
OF  
MICHAEL J. CANAN, INC.  
A Florida Corporation**

**ARTICLE I. NAME**

The name of this Corporation is Michael J. Canan, Inc.

**ARTICLE II. DATE DISSOLUTION WAS AUTHORIZED**

The dissolution of this Corporation was authorized on Michael J. Canan, Inc.

**ARTICLE III. SHAREHOLDER APPROVAL**

Dissolution was approved by all of the shareholders of this Corporation and therefore the number cast for approval was unanimous.

**ARTICLE IV. JOINT WRITTEN ACTION**

A copy of the joint written action of the board of directors and shareholders of this Corporation approving the Plan of Complete Liquidation and Dissolution of this Corporation executed by the directors and shareholders is attached hereto.

MICHAEL J. CANAN, INC.

By: 

Michael J. Canan, President

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

01 APR -6 AM 10:59

**FILED**

**JOINT WRITTEN ACTION  
OF THE SHAREHOLDERS  
AND BOARD OF DIRECTORS OF  
MICHAEL J. CANAN, INC.**

The undersigned, being all of the members of the Board of Directors, and representing all of the outstanding stock of Michael J. Canan, Inc., a Florida corporation (hereinafter referred to as the "Corporation"), hereby take the following written action in lieu of holding a meeting regarding same, all pursuant to the terms of Sections 607.0821 and 607.0704, Florida Statutes:

WHEREAS, the directors of the Corporation have recommended dissolution to the shareholders of the Corporation;

WHEREAS, the shareholders of the Corporation have determined that it is in the best interest of the Corporation that the Corporation be dissolved and liquidated.

RESOLVED, that the Corporation be completely liquidated in accordance with the provisions of Sections 331 and 336 of the Internal Revenue Code of 1986, as amended; and be it

FURTHER RESOLVED, that the Corporation be completely dissolved in accordance with the provisions of Sections 607.1402 and 607.1403, Florida Statutes.

FURTHER RESOLVED, that the directors and president of the Corporation are hereby authorized and directed to see that the following steps are undertaken in accordance with the following Plan of Complete Liquidation and Dissolution:

## PLAN OF COMPLETE LIQUIDATION AND DISSOLUTION

1. Micheal J. Canan, Inc., a Florida corporation (hereinafter referred to as the "Corporation"), has issued and outstanding One Hundred (100) shares of common stock having a par value of \$1.00 per share. The Corporation will cease to carry on its business, except insofar as may be necessary to wind up its affairs within the meaning of Section 607.1405, Florida Statutes, and will liquidate and distribute all of its assets in complete liquidation, within the meaning of Sections 331 and 336 of the Internal Revenue Code of 1986, as amended, less any assets retained to meet claims, beginning on March 31, 2001, the effective date of the complete liquidation and dissolution of the Corporation.

2. The directors and president of the Corporation are authorized to proceed as far as possible to collect all sums due the Corporation and to settle any claims against the Corporation and pay all liabilities.

3. The directors and president of the Corporation are authorized to distribute all the assets of the Corporation in cash or in kind in one distribution or a series of distributions in complete liquidation in full payment in exchange for the stock of the shareholders, retaining such assets as are necessary to meet claims or liabilities of the Corporation.


4. Within thirty (30) days after this Plan of Complete Liquidation and Dissolution is adopted, 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.

5. The directors and president of the Corporation are authorized to 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 assets of the Corporation.

6. The directors and president of the Corporation are authorized, empowered and directed to do any and all other things in its name and behalf which they may deem necessary or advisable in order to carry out the purposes and intentions of this Plan of Complete Liquidation and Dissolution. The directors, officers and agents of the Corporation shall be held harmless by the Corporation for any action under this Plan of Complete Liquidation and Dissolution taken in good faith, and any expense or liability so incurred by them in connection therewith shall be that of the Corporation.

The undersigned hereby approve and adopt the foregoing written action this 31st day of March, 2001.

  
\_\_\_\_\_  
Michael J. Canan  
Sole Director

  
\_\_\_\_\_  
Michael J. Canan  
Sole Shareholder

STATE OF FLORIDA  
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 31<sup>st</sup> day of March, 2001, by Michael CANAN, as President of Michael J. CANAN, INC, a FLORIDA corporation.

Yolanda L. Bilbow  
Signature of Notary Public

YOLANDA L. Bilbow

(Print Notary Name)

My Commission Expires: August 26, 2003

Commission No.: CC836083

☒ Personally known, or

☐ Produced Identification

Type of Identification Produced

AFFIX NOTARY STAMP

