

# Segers, Sowell & Stewart, P.A.

CERTIFIED PUBLIC ACCOUNTANTS  
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JERRY C. SEGERS CPA (1938 - 1991)

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MEMBER  
FLORIDA INSTITUTE OF  
CERTIFIED PUBLIC ACCOUNTANTS  
AMERICAN INSTITUTE OF  
CERTIFIED PUBLIC ACCOUNTANTS

582637

July 22, 1998

EFFECTIVE DATE  
7-31-98

Division of Corporations  
Department of State  
Post Office Box 6327  
Tallahassee, Florida 32314

600002602656--1  
-07/30/98--01052--006  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

Re: Articles of Voluntary Dissolution of  
Discount Shoes, Inc.

Dear Sir or Madame,

Enclosed please find the original and one copy of Articles of Voluntary Dissolution, together with a Written Consent of the Stockholders of Discount Shoes, Inc., to voluntary dissolve said corporation. If these meet with your approval, please file the originals and return a certified copy of the Articles of Voluntary Dissolution of Corporation to me. Our check in the amount of \$87.50 is enclosed for your fees.

Should you have any questions or require further information, please let us know.

Sincerely,

*J. F. Sowell* CAA  
Jerry F. Sowell, C.P.A.

enclosures

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

98 JUL 30 AM 11:29

APPROVED  
AND  
FILED

*Doc.*  
*CB*  
*7-31-98*  
*4*

ARTICLES OF VOLUNTARY DISSOLUTION

OF

DISCOUNT SHOES, INC.

EFFECTIVE DATE  
7-31-98

APPROVED  
AND  
FILED  
98 JUL 30 AM 11:29  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned officers of Discount Shoes, Inc., do hereby for the purpose of complying with the Florida Statutes, Section 607.1403, in relation the voluntary dissolution of corporations, make and attest these Articles of Voluntary Dissolution and attach hereto the Written Consent of the Stockholders and certify the following:

Article I - Name

The name of the corporation is Discount Shoes, Inc.

Article II - Date of Authorization of Dissolution

The shareholders authorized the dissolution of the corporation at a meeting held July 22, 1998.

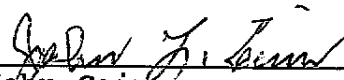
Article III - Effective Date

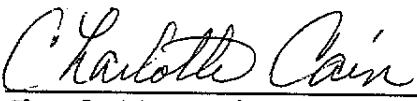
The dissolution of the corporation is to be effective as of the stroke of midnight, July 31, 1998.

Article IV - Shareholder Approval

The dissolution was approved by unanimous vote of the stockholders owning all of the issued and outstanding stock of the corporation.

IN WITNESS WHEREOF, the foregoing Articles of Dissolution have been executed by the corporation by its President, Secretary and Treasurer this 22nd day of July, 1998.

 (SEAL)  
John Cain,  
President

 (SEAL)  
Charlotte Cain,  
Secretary/Treasurer

APPROVED  
AND  
FILED  
98 JUL 30 AM 11:29  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

STATE OF FLORIDA  
COUNTY OF BAY

22<sup>nd</sup> The foregoing instrument was acknowledged before me this  
day of July, 1998 by John Cain,  
President of Discount Shoes, Inc., who is personally known to me  
and who did not take an oath.

PATRICIA ANN SPRUELL  
NOTARY PUBLIC, STATE OF FLORIDA  
My commission expires Nov. 30, 2001  
Commission No. CC693225

Patricia Ann Spruell  
Name:  
Notary Public  
My Commission Expires: 11/30/01

STATE OF FLORIDA  
COUNTY OF BAY

22<sup>nd</sup> The foregoing instrument was acknowledged before me this  
day of July, 1998 by Charlotte  
Cain, Secretary of Discount Shoes, Inc., who is personally known to  
me and who did not take an oath.

PATRICIA ANN SPRUELL  
NOTARY PUBLIC, STATE OF FLORIDA  
My commission expires Nov. 30, 2001  
Commission No. CC693225

Patricia Ann Spruell  
Name:  
Notary Public  
My Commission Expires: 11/30/01

WRITTEN CONSENT OF STOCKHOLDERS OF  
DISCOUNT SHOES, INC.  
TO VOLUNTARILY DISSOLVE

The undersigned, holder and owner of record of all issued and outstanding shares of stock of Discount Shoes, Inc., a Corporation duly organized under the laws of the State of Florida, and entitled to vote on the dissolution thereof, do hereby adopt the Plan of Liquidation and Dissolution of the Corporation proposed by the Board of Directors and consent that the said Corporation be dissolved effective at midnight July 31, 1998 and do hereby consent in writing.

John L. Cain (SEAL)  
John Cain

98 JUL 30 AM 11:29  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

APPROVED  
AND  
FILED

STATE OF FLORIDA  
COUNTY OF BAY

John Cain, being duly sworn deposes and says that he is the President of Discount Shoes, Inc.; that the foregoing written consent of the stockholder of Discount Shoes, Inc., a Florida Corporation, consenting to the dissolution forthwith of said Corporation was so executed by the persons executing the same on the 22nd day of July 1998, that the total number of shares issued and outstanding of said Corporation is standing on the books of the corporation in the name of John Cain, 1,000 shares, the consenting stockholder and no other persons own any stock in said Corporation.

John L. Cain (SEAL)  
John Cain, President

Sworn to and subscribed before me this

PATRICIA ANN SPRUELL  
NOTARY PUBLIC, STATE OF FLORIDA  
My commission expires Nov. 30, 2001  
Commission No. CC693225

Patricia Ann Spruell  
Name:  
Notary Public  
My Commission Expires: 11/30/01