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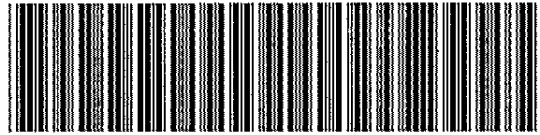
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*ac 5/12/05*

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05 MAY -4 PM 4:25

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*5-12  
ad. final*

L. N. INGRAM, III  
ATTORNEY AT LAW  
SUITE 302 NINE HUNDRED BUILDING  
900 SIXTH AVENUE SOUTH  
TELEPHONE (239) 262-4121  
TELEFAX (239) 262-2891

NAPLES, FLORIDA 34102-6792

May 2, 2005

Corporate Records  
Division of Corporations  
Department of State  
P. O. Box 6327  
Tallahassee, Florida 32301

Re: Articles of Dissolution of Hamarest, Inc.

Gentlemen:

Enclosed please find the Articles of Dissolution of Hamarest, Inc., of Pruett's Custom Installations, Inc. together with a check in the sum of \$43.75 to cover the cost of filing fee and the cost of a Certificate from the Secretary of State showing the dissolution of this corporation.

Thanking you for your prompt attention to this matter.

Sincerely,

  
L. N. INGRAM, III

cc: Charles H. Huston  
845 Palm View Dr.  
Naples, Florida 34110

**FILED**  
05 MAY -4 PM 4:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES  
OF  
DISSOLUTION OF CORPORATION  
OF  
HAMAREST, INC.  
A Florida Non-Profit Corporation  
[Section 617.1403, Florida Statutes]

We, the undersigned, President and Secretary of **HAMAREST, INC.**, a corporation organized under the laws of the State of Florida, do hereby, for the purpose of complying with the provisions of Section 617.1403 Florida Statutes (2004), in relation to the voluntary dissolution of corporations, make and attest this Certificate and attach thereto the written consent of the holders of **HAMAREST, INC.**, A Florida Corporation for dissolution of said corporation, and certify as follows:

1. The name of the corporation is to be dissolved is

**HAMAREST, INC.**  
A Florida Non-Profit Corporation

2. The certificate of incorporation of said corporation was filed in the office of the Secretary of State of Florida on the 5<sup>th</sup> day of May, 1964.

3. The said corporation elects to dissolve effective 12:00 Midnight, on April 29, 2005.

4. The names and post office addresses of its officers, directors and members are as follows:

Charles H. Huston  
845 Palm View Dr.  
Naples, Florida 34110

Member  
President/Secretary/Director

Richard Edelen  
and Virginia Edelen  
1030 Oriole Circle  
Naples, Florida 34105

Member-Vice-President/Director

Donald G. Lawson  
and Lorraine M. Lawson  
1624 Gulfshore Blvd.  
Apt. 116  
Naples, Florida 34102

Member/Director

Ralph H. Benedict  
and Dorothy Benedict  
2027 5<sup>th</sup> St. So.  
Naples, Florida 34102

Member

Barbara Glowacki  
1580 Gormican Lane  
Naples, Florida 34110

Member

Gordon W. Hays and  
Barbara Hays  
1624 Gulfshore Blvd. No.  
Apt. 109  
Naples, Florida 34102

Member

L. Guy Palmer, Trustee of  
the Dorothy Palmer Revocable  
Trust dated May 24, 1989  
613 W. Patrick St.  
Fredrick, MD 21701

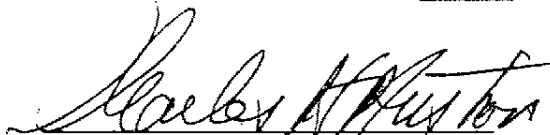
Member

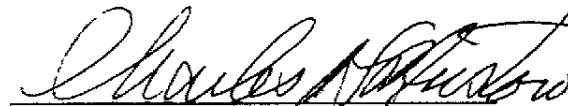
5. That a meeting of the members of said corporation duly held and called for that purpose at 10:00AM on April 29 2005 notice of which said meeting was duly waived by each and all of the officers, directors, and members as appears by written waiver in writing annexed and forming a part of said joint meeting of said officers, directors, and members, did, by the unanimous vote of the officers and directors, and the unanimous vote of all of the members adopt the following resolutions:

"Resolved, that **HAMAREST, INC.**, a Florida Non-Profit corporation, be dissolved in accordance with the provisions of Sections 617.1402 and 617.1403, of the Florida Statutes (2004) relating to the/ voluntary dissolution of corporations and that the officers and members take such steps and perform such acts as are necessary to effectuate said dissolution under Sections 617.1402 and 617.1403, of the Florida Statutes (2004)."

And that thereupon, at said meeting the members of **HAMAREST, INC.** did signify and consent in writing that such corporation be dissolved forthwith by signing and executing the Consent which is attached hereto and forms a part hereof.

IN WITNESS WHEREOF, we have made and executed these **ARTICLES OF DISSOLUTION** this 29 day of April, 2005.

  
Charles H. Huston,  
Secretary

  
Charles H. Huston,  
President

A F F I D A V I T

THIS IS TO CERTIFY that as of April 29 2005, 2005 all of the following obligations of **HAMAREST, INC.**, a Florida Corporation, have been paid:

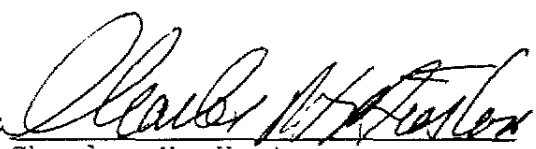
1. Real property taxes
2. Tangible and intangible taxes
3. Sale and use taxes

and that provision has been made for the payment of any state and federal income tax that may be due at such time as any such tax may be due and payable.

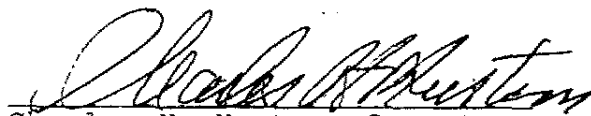
IN WITNESS WHEREOF, **HAMAREST, INC.**, has caused these presents to be signed in its name by its proper officers and its corporate seal to be affixed this the 29 day of April, 2005.

HAMAREST, INC.  
A Florida Corporation

By:

  
Charles H. Huston,  
President

(Seal)  
ATTEST: [Corporate Seal]

  
Charles H. Huston, Secretary

STATE OF FLORIDA

COUNTY OF COLLIER

On this 29th day of April, 2005, before me personally appeared CHARLES H. HUSTON, President and Secretary of **HAMAREST, INC.**, a corporation under the laws of the State of Florida,

\_\_\_\_ who is personally known to me, or

✓ who produced FL- Drivers License  
(type of identification)

who executed the foregoing AFFIDAVIT after first being duly sworn by me, that the contents thereof were are and correct.

WITNESS my signature and official seal the date and year last aforesaid.

(NOTARY SEAL)

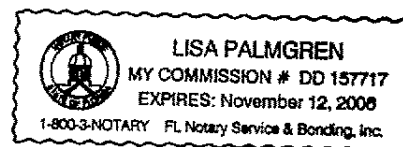
  
Notary Public

Lisa Palmgren  
Printed Name of Notary Public

Commission No. DD 157717

My Commission expires: 11/12/06

c:/dissolution.ham



MINUTES OF MEETING

OF

BOARD OF DIRECTORS

OF

HAMAREST, INC.,

A Florida Non-Profit Corporation

A special meeting of the Board of Directors of Hamarest, Inc., A Florida Non-Profit Corporation, was held on April 29 2005 at which meeting it was RESOLVED, by the Board of Directors of HAMAREST, INC., A Florida Non-Profit Corporation, that

1. The Board of Directors of Hamarest, Inc., A Florida Non-Profit Corporation, recommends that Hamarest, Inc., A Florida Non-Profit Corporation, be dissolved.

2. The question of dissolution of Hamarest, Inc., A Florida Non-Profit Corporation, be submitted to a vote of the members of Hamarest, Inc., A Florida Non-Profit Corporation, entitled to vote thereon.

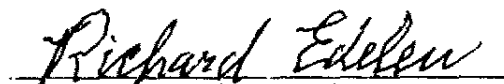
The undersigned, constituting all of the members of the Board of Directors of Hamarest, Inc., A Florida Non-Profit Corporation, by execution of these minutes waived notice of the meeting, and unanimously adopted the following RESOLUTION:

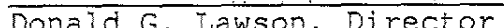
BE IT RESOLVED, by the Board of Directors of Hamarest, Inc., A Florida Corporation, that the question of whether or not to dissolve Hamarest, Inc., A Florida Non-Profit Corporation, be submitted to the membership of Hamarest, Inc., A Florida Non-Profit

Corporation, with a recommendation of the Board of Directors that  
Hamarest, Inc., A Florida Non-Profit Corporation, be dissolved.

Dated this the 29 day of April, A.D., 2005.

  
Charles H. Huston, Director

  
Richard Edelen, Director

  
Donald G. Lawson, Director

Corporation, with a recommendation of the Board of Directors that  
Hamarest, Inc., A Florida Non-Profit Corporation, be dissolved.

Dated this the 29 day of April, A.D., 2005.

Charles H. Huston, Director

Richard Edelen, Director

  
Donald G. Lawson, Director

MINUTES OF SPECIAL JOINT MEETING OF THE DIRECTORS AND MEMBERSHIP OF HAMAREST, INC., A FLORIDA NON-PROFIT CORPORATION, ADOPTING A PLAN OF DISTRIBUTION OF ASSETS PURSUANT TO §617.1406, FLA. STAT. (2004)

A special joint meeting of the Directors and Membership of Hamarest, Inc., A Florida Non-Profit Corporation, all of whom were present and all of whom by the execution of these minutes consented to the action taken and waived notice and call, was held on April, 29, 2005, in Naples, Florida.

Upon motion made and seconded, and unanimously adopted by the Board of Directors and Membership of Hamarest, Inc., A Florida Non-Profit Corporation, the following resolution recommending a plan of distribution of the assets of the corporation, and the dissolution of the corporation, to-wit:

**BE IT RESOLVED** by the Board of Directors and the Membership of Hamarest, Inc., A Florida Corporation, that the following plan of distribution of the assets of the corporation be and hereby is adopted:

a. That all liabilities and obligations of the corporation shall be paid and discharged.

b. That there are no assets held by the corporation upon condition requiring return, transfer, or conveyance, which condition occurs by reason of the dissolution, be returned, transferred, or conveyed in accordance with such requirements.

c. That there are no assets received and held by the corporation subject to limitations permitting their use only for charitable, religious, eleemosynary, benevolent, educational, or similar purposes.

d. That upon payment and discharge of all of the liabilities and obligations of the corporation all remaining assets of the corporation shall be distributed in accordance with the By-Laws of the corporation, to-wit:

1. 1/7th to Charles H. Huston.
2. 1/7th to Richard Edelen and Virginia Edelen.
3. 1/7th to Donald G. Lawson and Lorraine M. Lawson.
4. 1/7th to Ralph H. Benedict and Dorothy Benedict.
5. 1/7th to Barbara Glowacki.
6. 1/7th to Gordon W. Hays and Barbara Hays.
7. 1/7th to L. Guy Palmer, Trustee of the Dorothy Palmer Revocable Trust Dated May 24, 1989.

e. That upon distribution of the assets of the corporation, the corporation be dissolved.

Executed this the 29 day of April, 2005.

Charles H. Huston  
Charles H. Huston, Director & Member

Richard Edelen  
Richard Edelen, Director & Member

Virginia Edelen  
Virginia Edelen, Member

Ralph H. Benedict  
Ralph H. Benedict, Member

Donald G. Lawson  
Donald G. Lawson, Director & Member

Dorothy Benedict  
Dorothy Benedict, Member

Lorraine M. Lawson  
Lorraine M. Lawson, Member

Gordon W. Hays  
Gordon W. Hays, Member

L. Guy Palmer  
L. Guy Palmer, Trustee of the  
Dorothy Palmer Revocable Trust  
Dated May 24, 1989, Member

Barbara Hays  
Barbara Hays, Member

MINUTES OF SPECIAL JOINT MEETING OF THE DIRECTORS AND MEMBERSHIP OF HAMAREST, INC., A FLORIDA NON-PROFIT CORPORATION, ADOPTING A PLAN OF DISTRIBUTION OF ASSETS PURSUANT TO §617.1406, FLA. STAT. (2004)

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Richard Edelen, Director & Member

Virginia Edelen, Member

Ralph H. Benedict, Member

Donald G. Lawson, Director & Member

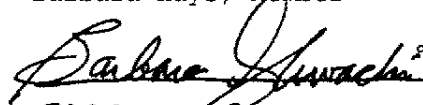
Dorothy Benedict, Member

Lorraine M. Lawson, Member

Gordon W. Hays, Member

L. Guy Palmer, Trustee of the  
Dorothy Palmer Revocable Trust  
Dated May 24, 1989, Member

Barbara Hays, Member

  
BARBARA GLOWACKI

g:hamarest.dls

MINUTES OF SPECIAL JOINT MEETING OF THE DIRECTORS AND MEMBERSHIP OF HAMAREST, INC., A FLORIDA NON-PROFIT CORPORATION, ADOPTING A PLAN OF DISTRIBUTION OF ASSETS PURSUANT TO §617.1406, FLA. STAT. (2004)

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Richard Edelen, Director & Member

Virginia Edelen, Member

Ralph H. Benedict, Member

Donald G. Lawson, Director & Member

Dorothy Benedict, Member

Lorraine M. Lawson, Member

Gordon W. Hays, Member

L. Guy Palmer, Trustee of the Dorothy Palmer Revocable Trust Dated May 24, 1989, Member

Barbara Hays, Member

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\_\_\_\_\_  
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\_\_\_\_\_  
Virginia Edelen, Member

\_\_\_\_\_  
Donald G. Lawson, Director & Member

\_\_\_\_\_  
Lorraine M. Lawson, Member

\_\_\_\_\_  
L. Guy Palmer, Trustee of the  
Dorothy Palmer Revocable Trust  
Dated May 24, 1989, Member

\_\_\_\_\_  
Richard Edelen, Director & Member

\_\_\_\_\_  
Ralph H. Benedict, Member

\_\_\_\_\_  
Dorothy Benedict, Member

\_\_\_\_\_  
Gordon W. Hays, Member

\_\_\_\_\_  
Barbara Hays, Member

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Donald G. Lawson, Director & Member

Lorraine M. Lawson, Member

L. Guy Palmer, Trustee of the  
Dorothy Palmer Revocable Trust  
Dated May 24, 1989, Member

Richard Edelen  
Richard Edelen, Director & Member

Ralph H. Benedict, Member

Dorothy Benedict, Member

Gordon W. Hays, Member

Barbara Hays, Member

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Dorothy Benedict, Member

Lorraine M. Lawson, Member

Gordon W. Hays, Member

L. Guy Palmer, Trustee of the  
Dorothy Palmer Revocable Trust  
Dated May 24, 1989, Member

Barbara Hays, Member

WRITTEN CONSENT OF MEMBERS OF HAMAREST, INC. A FLORIDA NON-  
PROFIT CORPORATION, TO VOLUNTARILY DISSOLVE SAID CORPORATION  
PURSUANT TO SECTIONS 617.1402 AND 617.1403, FLORIDA STATUTES  
(2005) AND WAIVER OF MEETING NOTICE.

The undersigned, the members of HAMAREST, INC., a Florida  
Non-Profit Corporation duly organized under the laws of the State  
of Florida, do hereby waive Notice of the meeting to adopt a  
Resolution to dissolve said corporation and do hereby consent that  
the said corporation be dissolved forthwith, pursuant to Sections  
617.1402 and 617.1403, Florida Statutes (2004), and do hereby sign  
this instrument for the purpose of signifying such consent in  
writing, as required by the Section 617.1402, Florida Statutes.

Executed this 29 day of April, 2005.

\_\_\_\_\_  
Ralph H. Benedict

\_\_\_\_\_  
Dorothy Benedict

\_\_\_\_\_  
Richard Edelen

\_\_\_\_\_  
Virginia Edelen

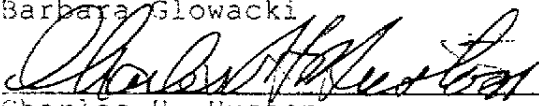
\_\_\_\_\_  
Gordon W. Hays


\_\_\_\_\_  
Barbara Hays

\_\_\_\_\_  
Donald G. Lawson

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Lorraine Lawson

\_\_\_\_\_  
Barbara Glowacki

  
\_\_\_\_\_  
Charles H. Huston

  
\_\_\_\_\_  
L. Guy Palmer, Trustee of the  
Dorothy Palmer Revocable Trust  
dated May 24, 1989

WRITTEN CONSENT OF MEMBERS OF HAMAREST, INC. A FLORIDA NON-  
PROFIT CORPORATION, TO VOLUNTARILY DISSOLVE SAID CORPORATION  
PURSUANT TO SECTIONS 617.1402 AND 617.1403, FLORIDA STATUTES  
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Resolution to dissolve said corporation and do hereby consent that  
the said corporation be dissolved forthwith, pursuant to Sections  
617.1402 and 617.1403, Florida Statutes (2004), and do hereby sign  
this instrument for the purpose of signifying such consent in  
writing, as required by the Section 617.1402, Florida Statutes.

Executed this 29 day of April, 2005.

\_\_\_\_\_  
Ralph H. Benedict

\_\_\_\_\_  
Dorothy Benedict

\_\_\_\_\_  
Richard Edelen

\_\_\_\_\_  
Virginia Edelen

\_\_\_\_\_  
Gordon W. Hays

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Barbara Hays

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Donald G. Lawson

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Lorraine Lawson

Barbara Glowacki  
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Charles H. Huston

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L. Guy Palmer, Trustee of the  
Dorothy Palmer Revocable Trust  
dated May 24, 1989

WRITTEN CONSENT OF MEMBERS OF HAMAREST, INC. A FLORIDA NON-  
PROFIT CORPORATION, TO VOLUNTARILY DISSOLVE SAID CORPORATION  
PURSUANT TO SECTIONS 617.1402 AND 617.1403, FLORIDA STATUTES  
(2005) AND WAIVER OF MEETING NOTICE.

The undersigned, the members of HAMAREST, INC., a Florida  
Non-Profit Corporation duly organized under the laws of the State  
of Florida, do hereby waive Notice of the meeting to adopt a  
Resolution to dissolve said corporation and do hereby consent that  
the said corporation be dissolved forthwith, pursuant to Sections  
617.1402 and 617.1403, Florida Statutes (2004), and do hereby sign  
this instrument for the purpose of signifying such consent in  
writing, as required by the Section 617.1402, Florida Statutes.

Executed this 29 day of April, 2005.

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Ralph H. Benedict

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Dorothy Benedict

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Richard Edelen

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Virginia Edelen

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Gordon W. Hays

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Barbara Hays

*Donald G. Lawson*  
Donald G. Lawson

*Lorraine M. Lawson*  
Lorraine Lawson

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Barbara Glowacki

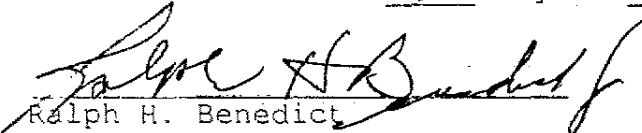
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Charles H. Huston

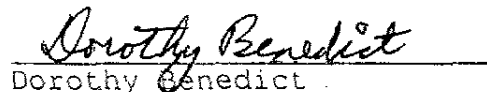
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Dorothy Benedict

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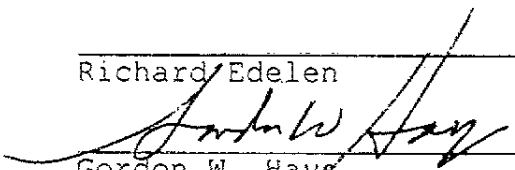
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Barbara W. Hays 3/18/05  
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