

Division of Corporations

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F0800004949

Florida Department of State
Division of Corporations
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From: Account Name : HENDERSON, FRANKLIN, STARNES & HOLT, P.A.
Account Number : 075410002172
Phone : (239) 344-1100
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2009 JUL -8 PM 2:39

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DISSOLUTION OR WITHDRAWAL

PARKWOOD CONSULTING, INC.

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* NOTE: FORMATION OF FLORIDA ENTITY FILED
UNDER FAX AUDIT NO. H09000159180.

7-809

FAX AUDIT NO.: H09000159177 3

**APPLICATION BY FOREIGN CORPORATION FOR WITHDRAWAL OF
AUTHORITY TO TRANSACT BUSINESS OR CONDUCT AFFAIRS IN FLORIDA**

PARKWOOD CONSULTING, INC.

(Name of Corporation)

F08000004949

(Document Number of Corporation (if known))

MINNESOTA

(Incorporated Under Laws of)

FILED
2009 JUL -8 PM 2:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

This corporation is no longer transacting business or conducting affairs within the State of Florida and hereby voluntarily surrenders its authority to transact business or conduct affairs in Florida.

This corporation revokes the authority of its registered agent in Florida to accept service on its behalf and appoints the Department of State as its agent for service of process based on a cause of action arising during the time it was authorized to transact business or conduct affairs in Florida.

The following is a current mailing address for the corporation:

9723 DISCOVERY TERRACE

(Mailing Address)

BRADENTON, FL 34212

(City/State/Zip)

The corporation agrees to notify the Department of State in the future of any change in its mailing address.

Robert H Hartung
(Signature of a director, president or other officer - if in the hands of a
receiver or other court appointed fiduciary, by that fiduciary)

6/29/09
(Date)

ROBERT H. HARTUNG

(Typed or printed name of person signing)

PRESIDENT

(Title of person signing)

FILING FEE \$35

FAX AUDIT NO.: H09000159177 3

FAX AUDIT NO.: H09000159177 3

PARKWOOD CONSULTING, INC.

**9723 Discovery Terrace
Bradenton, Florida 34212**

Division of Corporations
Florida Department of State
Post Office Box 6327
Tallahassee, FL 32301

**Re: Withdrawal of Parkwood Consulting, Inc., a Minnesota Corporation
and Formation of Parkwood Consulting, Inc., a Florida Corporation**

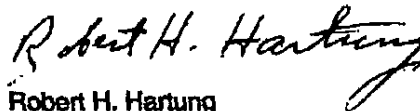
Dear Sir or Madame:

Parkwood Consulting, Inc., a Minnesota corporation qualified to transact business in Florida ("Parkwood"), Document Number F08000004949, wishes to withdraw its authority to transact business in Florida in order to form a Florida for profit corporation under the name *Parkwood Consulting, Inc.*, for the purpose of transferring the state of organization of Parkwood from Minnesota to Florida as a tax-free reorganization under Section 386(a)(1)(F) of the Internal Revenue Code of 1986, as amended, (the "Code"). This change in the state of organization will be effectuated by statutory merger of Parkwood into a Florida corporation to be incorporated under the name *Parkwood Consulting, Inc.*

Please accept this letter as written consent for use of the name *Parkwood Consulting, Inc.* and allow the Articles of Incorporation for Parkwood Consulting, Inc. to be accepted by the Florida Secretary of State's Office upon filing.

Sincerely,

Parkwood Consulting, Inc.



Robert H. Hartung
President

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