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F 36989

August 10, 2000

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Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: Leon Enterprises, Inc.

Gentlemen:

Enclosed you will find original and one copy of Articles of Dissolution, together with our check in the amount of \$35.00. Kindly file the Articles, and return one certified copy to this office.

Thanking you, I am

Sincerely yours,

Murray Overstreet

O:d
Enclosures

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FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

August 24, 2000

OVERSTREET, MILES, RITCH & CUMBIE, P.A.
100 CHURCH STREET
KISSIMMEE, FL 34741

SUBJECT: LEON ENTERPRISES, INC.
Ref. Number: F36989

We have received your document for LEON ENTERPRISES, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please include the exhibit(s) referred to in your document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6916.

Carol Mustain
Corporate Specialist

Letter Number: 200A00045502

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DIVISION OF CORPORATIONS

**ARTICLES OF DISSOLUTION PURSUANT TO SECTION
607.1403 OF THE FLORIDA BUSINESS CORPORATION
ACT OF LEON ENTERPRISES, INC.**

TO: Department of State
Tallahassee, FL 32314

Date paid:
Filing fee:

Pursuant to provisions of Section 607.1403 of the Florida Business Corporation Act, the undersigned corporation adopts the following articles of dissolution for the purpose of dissolving the corporation:

1. The name of the corporation is Leon Enterprises, Inc., a Florida corporation.

2. The names and respective addresses of the officers of the corporation are as follows:

Nancy A. Haben, President, 483 E. Donegan Avenue,
Kissimmee, FL 34744

Ramona Taylor, Secretary, 485 E. Donegan Avenue,
Kissimmee, FL 34744

3. The names and respective addresses of the directors of the corporation are as follows:

Nancy A. Haben, 485 E. Donegan Avenue, Kissimmee,
Florida 34744

Ramona Taylor, 485 E. Donegan Avenue, Kissimmee,
Florida 34744

Santa Marie Leon, 6015-108 Lake Pointe Drive,
Orlando, FL 32822

4. Dissolution was authorized on January 17, 2000.

5. The number of votes cast for dissolution was sufficient for approval.

6. All liabilities or obligations of the corporation have been paid or discharged.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FILED

7. All the property and assets of the corporation remaining after the payment of all debts, obligations, and liabilities of the corporation, have been distributed to the sole shareholder.

8. There are no actions pending against the corporation in any court.

9. The corporation elected to dissolve by act of the corporation, a resolution to dissolve having been duly adopted by the sole shareholder on January 17, 2000. Copy of the resolution is attached to these articles.

Dated July 31, 2000.

LEON ENTERPRISES, INC.
a Florida corporation

By Nancy A. Haben
Nancy A. Haben
President

ATTEST:

Ramona Taylor
Ramona Taylor
Secretary

RESOLUTION FOR PLAN OF DISSOLUTION, COMPLETE LIQUIDATION
AND TERMINATION OF EXISTENCE OF LEON ENTERPRISES, INC.

WHEREAS, beginning in November, 1997, Leon Enterprises, Inc., a Florida corporation, formerly known as RV Gas Refrigeration, Inc., a Florida corporation, began selling the real property and personal property of said corporation and the corporation's wholesale recreational vehicle parts and accessories business; and

WHEREAS, all of the assets, real and personal, of said corporation have been converted to cash; and

WHEREAS, there is approximately \$150,000.00 cash and the purchase agreement with Greg Rogers, d/b/a Rogers RV Refrigeration, having a present balance of \$2,620.82 remaining as the sole assets of said corporation; and

WHEREAS, there are no known debts of said corporation, other than the costs and fees associated with administering and effectuating the dissolution, liquidation and termination of said corporation; and

WHEREAS, only 20 shares of stock were issued by said corporation. Six (6) shares have been previously redeemed and Santa Marie Leon is presently the sole owner of 14 shares of stock, being all current outstanding shares of stock in said corporation; and

WHEREAS, it is the desire of the said Santa Marie Leon to dissolve said corporation, to distribute the assets of said corporation to herself in complete liquidation of the corporate stock, and to thereafter terminate said corporation under the applicable laws of the State of Florida.

NOW, THEREFORE, it is RESOLVED:

- (a) The plan of complete liquidation of the corporate assets as above set forth is hereby adopted and approved and said corporate assets (cash) shall be distributed to Santa Marie Leon, in liquidation of her shares of stock in said corporation, in the following manner, to-wit:

\$25,000 in January 2000
\$25,000 in February 2000
\$25,000 in March 2000
\$25,000 in April 2000

The remaining cash balance and the purchase agreement with Greg Rogers d/b/a Rogers RV Refrigeration, having a present balance of \$2,620.92, after May 15, 2000, but prior to December 31, 2000.

- (b) Upon complete distribution in liquidation, as above set forth, the corporation shall be dissolved in accordance with the laws of the State of Florida.

- (c) The Board of Directors of said corporation, and its officers and shareholder, shall have authority to do or authorize any and all acts and things as provided for in this plan and any and all such further acts and things as may be necessary and desirable to carry out the purposes of this plan, including the execution and filing of all such certificates, documents, information returns, and other documents as may be necessary or appropriate to implement this plan; to employ attorneys, accountants and other agents, if such employment be deemed necessary, and to pay reasonable compensation for their services.

DONE AND ADOPTED this 17th day of January, 2000.

LEON ENTERPRISES, INC.
a Florida corporation

By: Nancy A. Haben
Nancy A. Haben
President

ATTEST:

Ramona Taylor
Ramona Taylor
Secretary

APPROVED:

Santa Marie Leon
Santa Marie Leon
Sole Shareholder

MO/dw
server 2/new server/clients/leon enterprises/resolution