

Law Offices of
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Chartered

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July 27, 1999

FILED
99 JUL 29 AM 8:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Division of Corporations
Secretary of State
P.O. Box 6327
Tallahassee, Florida 32314

Re: Gary Parlin, Inc.

400002945014--1
-07/29/99--01049--013
*****35.00 *****35.00

Dear Sir/Madam:

Herewith I hand to you the original of Articles of Dissolution of Gary Parlin, Inc., together with a copy of written consent of the stockholders and directors authorizing the dissolution of said entity.

Enclosed herewith is our check in the amount of \$35.00 for filing fees.

Thank you for your attention to this matter.

Sincerely,

Nicholas P. Sardelis, Jr.

Nicholas P. Sardelis, Jr.

NPS:mt
Enclosures

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V. SHEPARD AUG 5 1999

ARTICLES OF DISSOLUTION

Of

GARY PARLIN, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article 1.

Name

The name of the corporation is Gary Parlin, Inc.

Article 2.

Officers

The names and respective addresses of its officers are:

Gary Parlin, President
266 Ogden St.
Sarasota, FL 34242

Linda Parlin
266 Ogden St.
Sarasota, FL 34242

Article 3.

Directors

The names and respective addresses of its directors are:

Gary Parlin
266 Ogden St.
Sarasota, FL 34242

Linda Parlin
266 Ogden St.
Sarasota, FL 34242

Article 4.

Debts and Liabilities

All debts, obligations and liabilities of the corporation have been paid or discharged or adequate provision has been made therefore.

Article 5.

Distribution of Property and Assets

All the remaining property and assets of the corporation have been distributed among its shareholders in accordance with their respective rights and interests.

Article 6.

Actions and Judgments

There are no actions pending against the corporation in any court, nor are there any anticipated or contemplated actions. No judgments, decrees, or, orders have been entered, or, are pending against the corporation.

Article 7.

Consent to Dissolution

An executed copy of the written consent to dissolve is attached. Such written consent has been signed by all shareholders of the corporation.

Dated this 19th day of July, 1999.

Gary Parlin, Pres.
Gary Parlin, President

STATE OF FLORIDA
COUNTY OF SARASOTA

Before me personally appeared Gary Parlin who is the President of Gary Parlin, Inc. and acknowledged before me that he executed the foregoing Articles of Dissolution.

In Witness Whereof I have hereunto set my hand and seal on this 19th day of July, 1999.

Patricia A. Williams
Notary Public
My Commission Expires: 4-26-02



Patricia A Williams
My Commission CC736808
Expires April 26, 2002

**WRITTEN CONSENT OF THE STOCKHOLDERS AND DIRECTORS IN LIEU OF
SPECIAL MEETING OF THE STOCKHOLDERS AND BOARD OF DIRECTORS
OF
GARY PARLIN, INC.**

The undersigned, being all the Stockholders and Directors of the above named corporation, hereby on the 19th day of July, 1999, take the following actions by written consent in lieu of a Special Meeting of the Board of Directors and Stockholders:

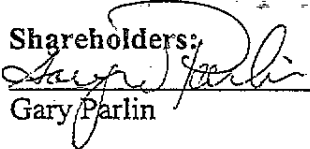
RESOLVED, that the corporation be liquidated in accordance with the provisions of Section 6043(a) of the Internal Revenue Code of 1954, as amended, and further;

RESOLVED, that in accordance with such plan of liquidation, the officers, directors and the accountant for the corporation be and they are hereby authorized and directed to:

1. File form 6043(a) within 30 days after the date hereof with the District Director of Internal Revenue Service at Chamblee, Georgia, together with a copy of this consent.
2. Transfer all of the assets of the corporation to the stockholders of the corporation.
3. Distribute all the assets subject to any unpaid liabilities in reduction and cancellation of all the outstanding stock of the corporation.
4. File a Certificate of Dissolution with the Secretary of State in Tallahassee, Florida.
5. File all other forms and documents required by the State of Florida and the Federal Government, including all requisite tax returns, as soon as possible after the distribution of the corporate assets.
6. Provide for the payment of any indebtedness owed by the corporation to any creditors or lienors.

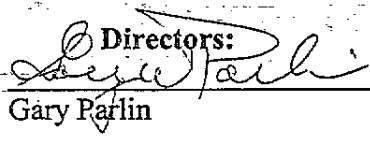
FURTHER RESOLVED, that all actions taken on behalf of this corporation by the officers and directors in connection with the foregoing determination to liquidate and dissolve the corporation, the possible sale or distribution of its assets, be and the same are hereby ratified and confirmed in all respects.

Shareholders:



Gary Parlin

Directors:



Gary Parlin