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H93100

February 14, 1997

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

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-02/17/97--01094--018  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

RE: DorBar, Inc.

Gentlemen:

Enclosed are an original and one copy of Articles of Dissolution and attached Minutes, Ratification by the Directors and Shareholders and the Waiver of Notice.

Enclosed also is the required fee of \$35.00. Please forward evidence that the corporation has been dissolved.

Thank you.

Very truly yours,



Thomas E. Moorey

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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4:11 PM

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Enclosures

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**FILED**

97 FEB 17 PM 1:03

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**ARTICLES OF DISSOLUTION**

**OF**

**DorBar, INC.**

I. The name of this corporation is DorBar, Inc., which was duly incorporated on the 7th day of January, 1986, by the State of Florida.

II. The name, title and post office address of each of the officers of the corporation are as follows:

President:	BARBARA B. DROBNYK
Vice President:	DOROTHY O. HANSEN
Secretary:	BRUCE K. DROBNYK
Treasurer:	RALPH M. HANSEN

BARBARA B. DROBNYK, 1517 Sand Castle Road, Sanibel, Florida 33957  
DOROTHY O. HANSEN, 12380 McGregor Palms Drive, Fort Myers, Florida 33908  
BRUCE K. DROBNYK, 1517 Sand Castle Road, Sanibel, Florida 33957  
RALPH M. HANSEN, 12380 McGregor Palms Drive, Fort Myers, Florida 33908

III. The name and post office address of each of the directors of the corporation is as follows:

BARBARA B. DROBNYK, 1517 Sand Castle Road, Sanibel, Florida 33957  
DOROTHY O. HANSEN, 12380 McGregor Palms Drive, Fort Myers, Florida 33908  
BRUCE K. DROBNYK, 1517 Sand Castle Road, Sanibel, Florida 33957  
RALPH M. HANSEN, 12380 McGregor Palms Drive, Fort Myers, Florida 33908

IV. All debts, obligations and liabilities of this corporation have been paid or discharged.

V. There are no remaining assets or property for distribution to the shareholders.

VI. There are no actions pending against the corporation.

VII. The corporation has elected to dissolve the corporation pursuant to a special meeting of its directors and shareholders. A true copy of the Minutes of the Special Meeting of the Directors and Shareholders, the Waiver of Notice and Ratification of the Minutes are attached hereto and incorporated by reference as composite Exhibit "A".

IN WITNESS WHEREOF, the undersigned has executed these Articles of Dissolution on the 11<sup>th</sup> day of Feb, 1997, in Lee County, Florida.

BY: Barbara B. Drobnyk  
BARBARA B. DROBANYK, President

Attested to:

Bruce K. Drobnyk  
BRUCE K. DROBANYK, Secretary

STATE OF FLORIDA

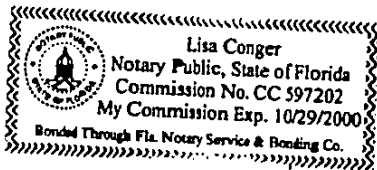
COUNTY OF LEE

The foregoing instrument was acknowledged before me this 11 day of February, 1997, by BARBARA B. DROBANYK as President and BRUCE K.

DROBANYK as Secretary of DorBar, Inc., a Florida corporation, on behalf of the corporation. They are personally known to me or have produced *It Drivers license* as identification.

*Lisa Conger*  
Notary Public

My Commission Expires:



**MINUTES OF THE SPECIAL MEETING  
OF THE DIRECTORS AND SHAREHOLDERS OF  
DorBar, INC.**

A special meeting of the directors and shareholders of DorBar, INC., a Florida corporation, was held at 1517 Sand Castle Road, Sanibel, Florida 33957, on January 31, 1997, at 10:00 a.m., pursuant to a Waiver of Notice attached hereto.

The following directors were present

**BARBARA B. DROBNYK  
DOROTHY O. HANSEN  
BRUCE K. DROBNYK  
RALPH M. HANSEN**

being all of the directors of the corporation.

The following shareholders were present:

NAME	NUMBER OF SHARES
<b>BARBARA B. DROBNYK and BRUCE K. DROBNYK, husband and wife,</b>	100
<b>DOROTHY O. HANSEN and RALPH M. HANSEN, husband and wife,</b>	100

**BARBARA B. DROBNYK** acted as Chairman and **BRUCE K. DROBNYK** acted as Secretary of the meeting. The Chairman declared that all of the directors and

shareholders were present, either in person or by proxy, and that all had executed a Waiver of Notice of the meeting. The Chairman then announced the purpose of the meeting was to consider the dissolution of the corporation and to adopt a plan of liquidation of the assets of the corporation.

A discussion ensued and the following resolutions were unanimously adopted by the Board of Directors and Shareholders of the corporation:

WHEREAS the shareholders and directors of the corporation have determined that it is advisable and beneficial for the corporation that it be liquidated and dissolved; and

WHEREAS the shareholders and directors must adopt and hereby adopt a plan of liquidation and dissolution of the corporation;

RESOLVED that the following plan of liquidation is adopted to assemble and marshall the assets of the corporation, pay all creditors and make adequate provisions for the debtors of the corporation, and apportion the remaining assets if any among the shareholders according to their respective interests.

1. The corporation shall be liquidated pursuant to Section 331 of the Internal Revenue Code and Section 607.257 and 607.261 of the Florida Statutes.
2. The corporation has distributed all of its property and assets.
3. All the liabilities and obligations of the corporation have been paid and discharged.
4. All the property and assets of the corporation have been liquidated.
5. The officers of the corporation are authorized to do any and all things necessary or convenient to carry these resolutions into effect, including but not limited to, executing

any and all instruments of conveyance, paying all taxes and fees, executing all documents required by law to be filed, and doing all other things necessary or convenient to effect the dissolution of the corporation.

6. After the provision for, or the payment of, the known debts and liabilities of the corporation, the officers are authorized and directed to distribute the remaining cash or other assets of the corporation to the shareholders of record according to their respective rights and interests in exchange for all of their stock in the corporation.

There being no further business to come before the meeting, it was upon motion duly made, seconded and unanimously carried, adjourned.

DATED: January 31, 1997.

  
\_\_\_\_\_  
BARBARA B. DROBNYK, Chairman

  
\_\_\_\_\_  
BRUCE K. DROBNYK, Secretary

**WAIVER OF NOTICE OF THE SPECIAL MEETING  
OF THE DIRECTORS AND SHAREHOLDERS  
OF DorBar, INC.**

We, the undersigned directors and shareholders hereby agree and consent that the special meeting of directors and shareholders of the corporation be held on the date at the time and place stated below for the purpose of considering the dissolution of the corporation and adopting a plan of liquidation of the assets of the corporation and we hereby waive all notice of the meeting and any adjournment thereof.

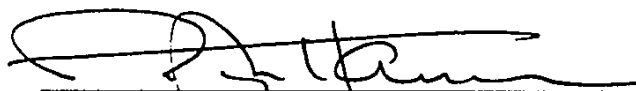
Date of Meeting:            January 31, 1997  
Time of Meeting:            10:00 a.m.  
Place of Meeting:            1517 Sand Castle Road, Sanibel, Florida 33957

DATED January 1, 1997

  
\_\_\_\_\_  
BARBARA B. DROBNYK

  
\_\_\_\_\_  
DOROTHY O. HANSEN

  
\_\_\_\_\_  
BRUCE K. DROBNYK

  
\_\_\_\_\_  
RALPH M. HANSEN



RATIFICATION OF THE MINUTES OF THE SPECIAL MEETING  
OF DIRECTORS AND SHAREHOLDERS OF  
DorBar, INC.

We, the undersigned shareholders and directors of DorBar, Inc. have read these minutes and hereby approve, ratify and confirm all business transacted as reported herein and in signification our approval, ratification and confirmation, and of our consent to any and all acts done at the meeting, do hereby sign our names.

  
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BARBARA B. DROBNIK

  
\_\_\_\_\_  
DOROTHY O. HANSEN

  
\_\_\_\_\_  
BRUCE K. DROBNIK

  
\_\_\_\_\_  
RALPH M. HANSEN