



504546

ACCOUNT NO. : 072100000032

REFERENCE : 633164 4337904

AUTHORIZATION

*Patricia Pizzuto*

COST LIMIT : \$ 87.50

FILED  
97 DEC 12 AM 8:59  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ORDER DATE : December 12, 1997

ORDER TIME : 10:42 AM

ORDER NO. : 633164-005

CUSTOMER NO: 4337904

*dis*

CUSTOMER: Nicholas M. Daniels, Esq  
Therrel Baisden & Meyer Weiss  
Suite 2400  
One Se 3rd Avenue  
Miami, FL 33131

600002370566--2

DOMESTIC FILINGS

NAME: BCLC, INC.

XX ARTICLES OF DISSOLUTION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

W.P. Verifier

Name	
Availability	12/15/97
Document	
Examiner	<i>Don</i>
Update	
Verifier	<i>Don</i>
Acknowledgement	
W.P. Verifier	<i>Don</i>

EXAMINER'S INITIALS: \_\_\_\_\_

RECEIVED  
97 DEC 12 AM 11:37  
DIVISION OF CORPORATION

ARTICLES OF DISSOLUTION

OF

BCLC, INC.,  
a Florida corporation

FILED  
97 DEC 12 AM 8:59  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1. The name of the Corporation is BCLC, INC.
2. The names and respective addresses of its Officers are:

BENJAMIN CHAVES - President  
c/o 3906 N.E. 168 Street  
North Miami Beach, Florida 33160

JEROME CHAVES - Vice-President, Secretary  
c/o 3906 N.E. 168 Street  
North Miami Beach, Florida 33160

3. The names and addresses of the Directors of the Corporation are:

BENJAMIN CHAVES  
c/o 3906 N.E. 168 Street  
North Miami Beach, Florida 33160

JEROME CHAVES  
c/o 3906 N.E. 168 Street  
North Miami Beach, Florida 33160

4. All debts, obligations and liabilities of the Corporation have been paid or discharged or adequate provision has been made therefor.

5. All the remaining property and assets of the Corporation have been distributed to the shareholders as set forth on the Written Consent attached hereto and made a part hereof.

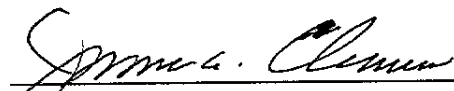
6. There are no actions pending against the Corporation in any court. Further, the Corporation has no intention of revoking this voluntary dissolution, and the Corporation's name is immediately available for use by any other corporation.

7. Dissolution of the Corporation was approved by the shareholders and the Board of Directors on December 11 1997, 1997.

8. The dissolution was approved by the shareholders and such vote was sufficient for dissolution. The Written Consent to Dissolve signed by the shareholders is attached hereto as Exhibit A.

DATED this 11<sup>th</sup> day of December, 1997.

  
BENJAMIN CHAVES, President

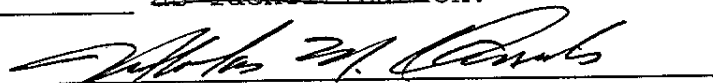
  
JEROME CHAVES, Secretary

STATE OF FLORIDA:

SS:

COUNTY OF DADE:

The foregoing instrument was acknowledged before me this 11<sup>th</sup>  
day of DECEMBER, 1997 by BENJAMIN CHAVES, President of BCLC,  
INC., a Florida corporation, who is personally known to me or who  
~~has produced~~ \_\_\_\_\_ as identification.

  
Notary Public, State of Florida  
at Large

NICHOLAS M. DANIELS  
Type/Print/or Stamp Name of Notary

My Commission Expires:

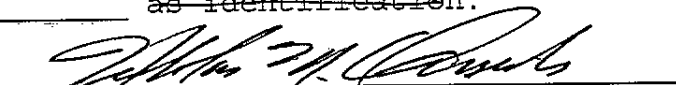


STATE OF FLORIDA:

SS:

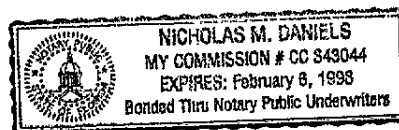
COUNTY OF DADE:

The foregoing instrument was acknowledged before me this 11<sup>th</sup>  
day of DECEMBER, 1997 by JEROME CHAVES, Secretary of BCLC,  
INC., a Florida corporation, who is personally known to me or who  
~~has produced~~ \_\_\_\_\_ as identification.

  
Notary Public, State of Florida  
at Large

NICHOLAS M. DANIELS  
Type/Print/or Stamp Name of Notary

My Commission Expires:



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EXHIBIT "A"

**CONSENT OF THE SHAREHOLDERS  
TO THE DISSOLUTION OF  
BCLC, INC.,  
a Florida corporation**

The undersigned, being the shareholders of BCLC, INC., a Florida corporation, do hereby consent to the liquidation and dissolution of the corporation in accordance with a Joint Written Action of the Shareholders and Directors dated the 11<sup>th</sup> day of DECEMBER, 1997, authorizing the Plan of Liquidation and Dissolution.

DATED: DECEMBER 11, 1997.

SHAREHOLDERS:

Benjamin Chaves 99% Stock  
Benjamin Chaves Ownership

Jerome Chaves 1% Stock  
Jerome Chaves Ownership