

J09954



ACCOUNT NO. : 072100000032

REFERENCE : 801773 82361A

AUTHORIZATION :

COST LIMIT :

Patricia Pigitt

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATION
98 APR 30 PM 3:05

ORDER DATE : April 30, 1998

ORDER TIME : 10:43 AM

ORDER NO. : 801773-005

CUSTOMER NO: 82361A

CUSTOMER: Barry Carothers, Esq
Kramer Ali Lambert Fleck &
Suite 200
6650 West Indiantown Road
Jupiter, FL 33458

000002506670--5

DOMESTIC FILINGS

NAME: MASCHMEYER DEVELOPMENT
COMPANY OF FLORIDA, INC.

RECEIVED
98 APR 30 PM 12:06
DIVISION OF CORPORATION

XX ARTICLES OF DISSOLUTION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Stacy L Earnest

EXAMINER'S INITIALS:

CC

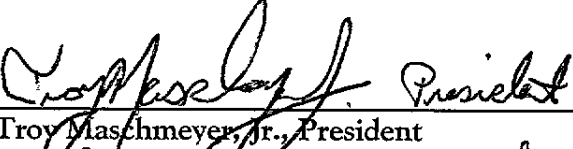
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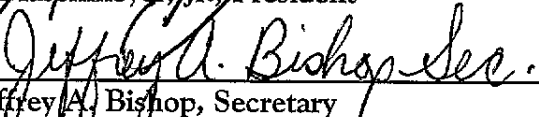
ARTICLES OF DISSOLUTION
(MASCHMEYER DEVELOPMENT COMPANY OF FLORIDA, INC.)

1. The name of the corporation is Maschmeyer Development Company of Florida, Inc.
2. Dissolution was authorized on February 12, _____, 1998.
3. The number of votes cast by the shareholders was sufficient for approval.

Dated this February 13, _____, 1998.

MASCHMEYER DEVELOPMENT COMPANY
OF FLORIDA, INC.

By:  President
Troy Maschmeyer, Jr., President

Attest:  Sec.
Jeffrey A. Bishop, Secretary

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 APR 30 PM 3:05

MINUTES OF SPECIAL MEETING OF SHAREHOLDERS OF
MASCHMEYER DEVELOPMENT COMPANY OF FLORIDA, INC.
(DISSOLUTION)

The special meeting of the shareholders of MASCHMEYER DEVELOPMENT COMPANY OF FLORIDA, INC. was held at the offices of the corporation on February 12, 1998.

Present were: Troy W. Maschmeyer, Jr. and Jeffrey A. Bishop constituting all of the shareholders of the corporation. Troy W. Maschmeyer, Jr., the President, presided as Chair of the meeting, and Jeffrey A. Bishop acted as the Secretary of the meeting.

The Chair called the meeting to order and stated that a quorum of shareholders was present for the conduct of the business before the meeting. The Secretary thereupon presented and read the Waiver of Notice which was ordered to be made a part of the minutes of this meeting.

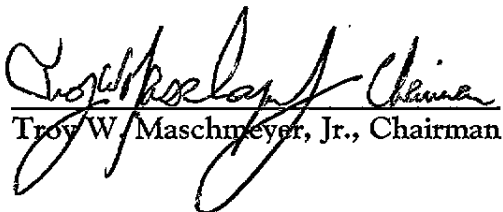
The Chair then said that the Board of Directors recommended dissolution of the corporation to the shareholders.

Upon motion duly made, seconded and carried by the required majority, it was

RESOLVED, as follows:

1. That the corporation be dissolved.
2. That the President and Secretary be and they hereby are authorized and directed to execute Articles of Dissolution and to have them delivered to the Department of State for filing.
3. That the officers of the corporation be and they hereby are authorized and directed to take such actions as are necessary to complete the dissolution of the corporation.

There being no further business, the meeting was adjourned.

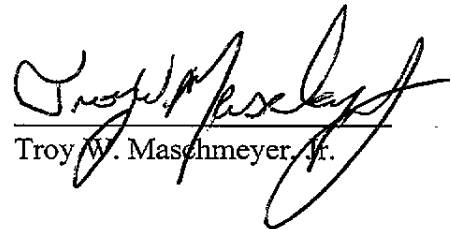

Troy W. Maschmeyer, Jr., Chairman


Jeffrey A. Bishop, Secretary

WAIVER OF NOTICE OF MEETING OF STOCKHOLDERS OF
MASCHMEYER DEVELOPMENT COMPANY OF FLORIDA, INC.

The undersigned, being the sole shareholder of MASCHMEYER DEVELOPMENT COMPANY OF FLORIDA, INC. does hereby waive all notice of the meeting of the stockholders for purposes of dissolution and does hereby agree and consent that February 12, 1998 at 7:00 p.m. be, and the same, is fixed as the time and at the corporate offices as the place for holding the same; and that purpose of the meeting is for (1) approving, ratifying and confirming the dissolution of the corporation; and (2) all such other business that may be transacted thereat as may lawfully come before said meeting.

Dated this February 11, 1998


Troy W. Maschmeyer, Jr.