

J21496

LAW OFFICES OF
SEAN W. SCOTT, ESQ.

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LARGO, FLORIDA 34641

City/State/Zip

Phone #

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*****35.00 *****35.00
Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input checked="" type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED
97 DEC 11 PM 4:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DEC 15 1997

ARTICLES OF DISSOLUTION
OF
BWT, CORPORATION OF SAFETY HARBOR

FILED
97 DEC 11 PM 4:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

NAME: The name of this corporation is BWT, CORPORATION OF SAFETY HARBOR.

ARTICLE II

The names and respective addresses of the officers of the corporation are:

L. Folger Whicker , Pres
#8 Harbor Circle
Diamondhead MS

Belle Barrett, Secretary/Treasurer
411 South Bayshore
Safety Harbor, FL

Stephen J. Cernak Assistant Treasurer
401 Swann Cove Lane
Chester MD 21619

ARTICLE III

The names and respective addresses of its directors are:

L. Folger Whicker
#8 Harbor Circle
Diamondhead MS

Belle Barrett
411 South Bayshore
Safety Harbor, FL

Stephen J. Cernak
401 Swan Cove Lane
Chester MD 21619

ARTICLE IV

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

ARTICLE V

All the remaining property and assets of the corporation have been distributed among its shareholders in accordance with their respective rights and interests (or no property remained for distribution to shareholders after applying it to the payment of the liabilities and obligations of the corporation).

ARTICLE VI

There are no actions pending against the corporation in any Court (or adequate provisions has been made for the satisfaction of any Judgment, order or decree which may be entered against the corporation in any pending action).

ARTICLE VII

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

ARTICLE VIII

A copy of the resolution to dissolve is attached. The resolution was adopted by the shareholders of the corporation on the 8th of August 1997.

DATED this 8th of August 1997.

L. Folger Whicker
L. Folger Whicker, President

Belle J Barrett
Belle Barrett, Secretary

STATE OF FLORIDA

COUNTY OF PINELLAS

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared L. FOLGER WHICKER, who is President and BELLE BARRETT, who is Secretary of BWT, CORPORATION OF SAFETY HARBOR, who are personally known to me or who produced Known as identification and who did/did not take an oath, and who executed the foregoing Articles of Dissolution, and they acknowledged before me that they executed those Articles of Dissolution.

IN WITNESS WHEREOF, I have hereunto set my hand and seal in the State and County aforesaid, this 8 day of August, 1997.

Sean W Scott
Notary Public

My commission expires:



SEAN W SCOTT
My Commission CC427348
Expires Dec 18 1998
Bonded by HAI
800 422 1555



SEAN W SCOTT
My Commission CC427348
Expires Dec 18 1998
Bonded by HAI
800 422 1555

SHAREHOLDER AGREEMENT AND CONSENT

WHEREAS THE UNDERSIGNED BEING ALL OF the holders of the capital stock of BWT CORPORATION OF SAFETY HARBOR organized under the Laws of the State of Florida having determined that would be advisable and in the best interest of the corporation and its shareholders for the corporation to be dissolve, now therefore, be it:

1. RESOLVED , that the shareholders of BWT CORPORATION OF SAFETY HARBOR FLORIDA hereby consent to the dissolution of the corporation;
2. RESOLVED FURTHER that the officers and Directors of BWT CORPORATION OF SAFETY HARBOR FLORIDA are authorized and directed to take all actions necessary to wind up the affairs of the corporation including the lease, sale conveyance or assignment of any or all of the corporation/s assets and to execute any documents or instruments necessary and indecent thereto;
3. Resolved further, that the officers and Directors of BWT CORPORATION OF SAFETY HARBOR are authorized and directed to apply the assets in cash or in kind, of the corporation to the payment of its known debts and obligations, and after disposing of the assets of the corporation and making suitable provisions for their payment of all of its known debts the officers and Directors are authorized and directed to distribute the remainder of the corporation's assets to the shareholders, pursuant to the Plan of Dissolution, according to their respective rights and interest;
4. RESOLVED FURTHER, that the officers and Directors are hereby authorized and required to execute all documents, instruments,. reports, tax returns, certificates, and affidavits required by any federal, state or local government in connection with or by reason of the liquidation and dissolution of BWT CORPORATION OF SAFETY HARBOR or on behalf of the corporation, including form 966;

Resolved further that on completion of all liquidation actions, their officers and Directors of the corporation are hereby authorized and required to file all documents required bylaw to complete the winding up of the affairs and the dissolution of the corporation.

In witness whereof the undersigned have here unto signed and sealed this instrument.

Executed on AUGUST 8, 1997

Belle G. Barrett TTEE
Belle Barrett, Trustee of the Charles Robert Barrett Trust

L. Folger Whicker
L. Folger Whicker

Plan of Dissolution - BWT Corporation of Safety Harbor

Whereas the officers of the corporation have resolved to dissolve and terminate BWT Corporation of Safety Harbor (f/k/a BWT Corporation), the following plan was agreed to and accepted:

1. All necessary steps shall be taken by the officers of the corporation to notify the state of Florida of the termination of the corporation's existence.
2. The officers shall forthwith satisfy any outstanding debts of the corporation from corporate funds. It is anticipated that there are few remaining debts.
3. The corporation is the owner of certain assets. These assets shall upon the satisfaction of the outstanding debts be marshaled and accounted for.
4. The assets of the corporation shall be distributed pro rata to the outstanding shareholders of BWT Corporation in exchange for the redemption of all outstanding stock certificates.
5. The outstanding shares of the corporation are valued at approximately \$280,000.00. The two outstanding stockholders shall split these assets equally in accordance with paragraph 3. However, the Charles Robert Barrett Trust shall receive the Poteet Note as part of its distribution. L. Folger Whicker shall receive an equal distribution of the corporate assets less \$75,000.00 previously received.
6. In the event that there is any capital loss as a result of the termination of the corporation, the shareholders shall be entitled to a pro rata share of said loss as is allowable for federal income tax purposes.

**MINUTES OF THE
BOARD OF DIRECTORS AND SHAREHOLDERS
OF
B.W.T., CORPORATION**

Pursuant to waiver of notice (copies of which are attached), a special meeting of the Directors and Shareholders of the above corporation was held on August 8, 1997 at 1:00 p.m. at the corporation's place of business.

The purpose of the meeting is to approve the attached Amendment to the Articles of Incorporation changing the corporate name to B.W.T., Corporation of Safety Harbor and to approve the Plan of Dissolution and Distribution of Assets.

1. QUORUM. A quorum was declared present based on the presence of the following directors:

- L. Folger Whicker
- Belle G. Barrett
- Stephen J. Cernak

and the following shareholders as owners of the following shares of stock:

Shareholder: L. Folger Whicker
Number of Shares: 3,076
In Person

Shareholder:
Charles Robert Barrett Trust UAD 1/3/97
Number of Shares: 3,076
In Person

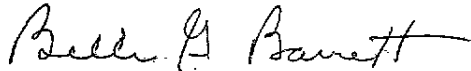
The following corporate actions were taken by appropriate motions duly made, seconded, and adopted by the unanimous vote of the Directors and Shareholders entitled to vote (unless a higher voting approval is stated).

2. ADOPTION OF DOCUMENTS/PLANS.

a. The attached Amended Articles of Incorporation were adopted by a unanimous vote of the Directors and Shareholders.

b. The attached Plan of Liquidation was adopted by a unanimous vote of the Directors and Shareholders.

There being no further business, the meeting was duly adjourned.



Belle G. Barrett
Secretary