

J31970

Requestor's Name JOHN SANTOMENNO 8 CEDAR ST P O BOX 351239 PALM COAST, FL 32135-1239	
City/State/Zip	Phone #
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 #)

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|-----------------------------------|---|--|
| <input type="checkbox"/> Walk in | <input type="checkbox"/> Pick up time _____ | <input type="checkbox"/> Certified Copy |
| <input type="checkbox"/> Mail out | <input type="checkbox"/> Will wait | <input type="checkbox"/> Photocopy |
| | | <input type="checkbox"/> Certificate of Status |

NEW FILINGS	
	Profit
	NonProfit
	Limited Liability
	Domestication
	Other

AMENDMENTS	
	Amendment
	Resignation of R.A., Officer/ Director
	Change of Registered Agent
	<u>Dissolution/Withdrawal</u>
	Merger

OTHER FILINGS	
	Annual Report
	Fictitious Name
	Name Reservation

REGISTRATION/ QUALIFICATION	
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other

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FILED
 99 JUL 27 AM 8:20
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

JUL 27 1999

Examiner's Initials	
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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

July 12, 1999

JOHN SANTOMENNO
8 CEDAR CT
PALM COAST, FL 32137-8953

SUBJECT: DUNES EAST PLAZA, INC.
Ref. Number: J31970

We have received your document for DUNES EAST PLAZA, INC., however, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$35.00.

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

If you have any questions concerning this matter, please either respond in writing or call (850) 487-6905.

Thelma Lewis
Corporate Specialist Supervisor

Letter Number: 799A00035870

FLORIDA
ARTICLES OF DISSOLUTION
OF
DUNES EAST PLAZA, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Section 607.267(1) of the Florida Statutes, the undersigned Corporation adopts these Articles of Dissolution.

FIRST: The name of the Corporation is Dunes East Plaza, Inc.

SECOND: The names and respective addresses of its officer are as follows:

<u>NAME</u>	<u>OFFICE</u>	<u>ADDRESS</u>
Edith Santomenno	President	P.O. Box 1239 Palm Coast, FL 32174
Edward Bertsch	Vice President	9 Mariner Point Plaza Palm Coast, FL 32137

THIRD: All liabilities and obligations of the Corporation have been paid or discharged.

FOURTH: All remaining assets have been distributed to the Shareholder according to his respective rights and interests.

FIFTH: There are no actions pending against the Corporation.

SIXTH: The following resolution to dissolve the Corporation was adopted by the Shareholders on the 20th day of April, 1999. See copy of attached resolution.

IMPLEMENTATION OF RESOLUTION

WHEREAS the Shareholders of Dunes East Plaza, Inc. adopted a resolution of dissolution on the 20th day of April, 1999, electing to dissolve the Corporation and authorizing the Director to dissolve and liquidate the said Corporation: now and therefore, be it:

1. RESOLVED, that the President of Dunes East Plaza, Inc. is authorized 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 incident thereto;

2. RESOLVED FURTHER, that the President of the Corporation is authorized to apply the assets in cash or in kind, of the Corporations to the payment of its known debts and obligations, and after disposing of the assets of the Corporation and making suitable provision and directed to distribute the remainder of the Corporation's assets to the Shareholder in cash or in kind, according to their respective rights and interest.

3. RESOLVED FURTHER, that the President is 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 the Corporation or on behalf of the Corporation, including the Internal Revenue Service.

4. RESOLVED FURTHER, that the President is authorized and required to file all documents required by law to be filed.

RESOLUTION OF DIRECTORS FOR DISTRIBUTION OF ASSETS

WHEREAS proceedings to dissolve this Corporation have been commenced, and

WHEREAS, after paying or adequately providing for all of its known debts and liabilities

RESOLVED, that the cash remaining after the payment of all obligations shall be the given to the Shareholder in order to effect the dissolution of the Corporation.

The undersigned, being the Directors of Dunes East Plaza, Inc., authorizes, by his signature below, the above resolution. This unanimous written consent may be executed in one or more counterparts, all of which together shall be one and the same instrument.

IN WITNESS WHEREOF, THE UNDERSIGNED HAVE HERETO SIGNED HIS NAME.

Executed effective this 20th day of April, 1999.


DIRECTOR/SECRETARY


DIRECTOR/VICE PRESIDENT

SHAREHOLDERS' AGREEMENT FOR DISSOLUTION
OF
DUNES EAST PLAZA, INC.

WHEREAS, the undersigned, being the holders of the capital stock of Dunes East Plaza, Inc., a Corporation organized under the laws of the State of Florida, have determined that it would be advisable and in the best interest of the Corporation and its shareholders for the Corporation to be dissolved; now therefore, be it:

RESOLVED, that the shareholders of Dunes East Plaza, Inc., hereby consent to the dissolution of the Corporation;

RESOLVED FURTHER, that the Officers and Directors of Dunes East Plaza, Inc., are authorized and directed to take all necessary steps to wind up the affairs of the Corporation, including lease, sale, conveyance, or assignment of any or all of the Corporation's assets and to execute any documents or instruments necessary and incident thereto;

RESOLVED FURTHER, that the Officers and Directors of Dunes East Plaza, Inc., is 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 the payment of all of its known debts, the Officers and Directors are authorized and directed to distribute the remainder of the Corporation's assets according to their respective rights and interests.

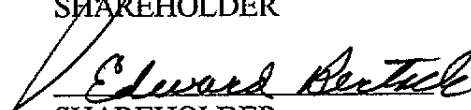
RESOLVED FURTHER, that the Officers and Directors are hereby authorized and required to execute all documents, instruments, reports, tax returns, certificates, and affidavits required by any Federal, State or Local governments in connection with or by reason of liquidation and dissolution of Dunes East Plaza, Inc., on behalf of the Corporation, including US Treasury Department Form 966;

RESOLVED FURTHER, that on completion of all liquidation actions, the Officers and Directors of the Corporation are hereby authorized and required to file all documents required by law to complete the winding up of the affairs and dissolution of the Corporation.

IN WITNESS WHEREOF, the undersigned have hereunto signed and sealed this instrument

Executed on the 20th day of April, 1999, at Palm Coast, Florida


SHAREHOLDER


SHAREHOLDER

WITNESS:





RESOLUTION FOR DISSOLUTION

WHEREAS, the Board of Directors of Dunes East Plaza, Inc. deems it to be in the best interest of the Corporation and its Shareholders that the Corporation be dissolved:

RESOLVED, that it is recommended to the Shareholders of the Corporation that the Corporation be dissolved;

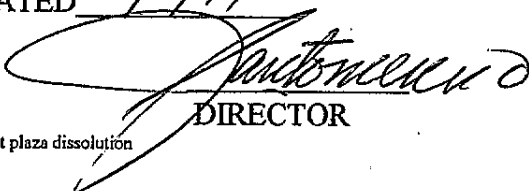
RESOLVED FURTHER, that the question of dissolving the Corporation be submitted to a vote of the Shareholder at a special meeting to be held on the 20th day of April, 1999.

RESOLVED FURTHER, that the Secretary of the Corporation is directed to give written notice of said Shareholder meeting, stating that the purpose thereof is to consider the advisability of dissolving the Corporation, to each Shareholder of record entitled to vote.

RESOLVED FURTHER, that a plan of dissolution will be discussed at such meeting to assemble and marshall all the assets of the Corporation; to pay all debts of the Corporation or to make adequate provision for the creditors and debtors of the Corporation and to apportion the remaining assets among the Shareholder according to their respective interests; to sell any or all assets on the terms and conditions, and for such consideration that the Officer deem reasonable or expedient and to execute such instruments that are necessary to transfer title of such assets; and, after the provisions of or payment of, all debts of the Corporation, to authorize the Officer of the Corporation to distribute the remaining assets of the Corporation to the Shareholder of record.

DATED

4/20/99



DIRECTOR