

J36118

ACCOUNT FILING COVER SHEET

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RECORDING OFFICE OF STATE
TALLAHASSEE, FLORIDA

Account Number: 0721-00000-307

Reference:
(Sub Account)

3525

Date:

7-31

Requestor Name: Attorneys' Title Insurance Fund, Inc.

Address: 660 East Jefferson Street Suite 200

Tallahassee, Florida 32301

Telephone: 850-222-2785

Contact: Barbara Keys

3000006846559--1

Corporation
Name:

Assaad Inc.

Document

Number:

J36118

(If Applicable)

Authorization:

Barbara Keys

Certified Copy (1-9)

Certificate of Status (1-9)

~~XXX~~

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**ARTICLES OF DISSOLUTION
OF
ASSAAD, INC., a Florida Corporation**

ORIGINAL

Pursuant to Section 607.1403, Florida Statutes, the undersigned Corporation submits these Articles of Dissolution:

FIRST:

The name of this Corporation is Assaad, Inc. (the "Corporation") and its Charter Number is J36118. It was organized under the laws of the State of Florida on September 30, 1986.

SECOND:

Upon the recommendation of the Board of Directors, the Shareholders have, by unanimous written consent and in accordance with Section 607.1402, Florida Statutes, elected to dissolve the Corporation. A copy of the Action Taken by Written Consent of the Shareholders is incorporated and attached as Exhibit "A". The number of votes cast for dissolution, being unanimous, was sufficient for approval.

THIRD:

Voting by voting groups was not required.

FOURTH:

The date the dissolution was authorized is as shown on the attached Exhibit "

FIFTH:

The Corporation is dissolved upon the effective date of its Articles of Dissolution.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Dissolution on the 26th day of July, 2002, in Naples, Florida.

ASSAAD, INC., Florida Corporation,

By: Wafaa Assaad
WAFAA ASSAAD, President

ATTEST:

Wafaa Assaad
WAFAA ASSAAD, Secretary

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SECRETARY'S CERTIFICATION

STATE OF FLORIDA
COUNTY OF COLLIER

The foregoing instrument was acknowledged before me this 26th day of July, 2002, by **WAFAA ASSAAD**, who is personally known to me ~~(or has~~ produced _____ as identification) and ~~did~~/did not take an oath.



Notary Public

Michael J. Volpe

Typed, Printed or Stamped Name

My Commission Expires:

My Commission No: _____



**WRITTEN CONSENT TO ACTION BY THE SHAREHOLDERS OF
ASSAAD, INC.**

**AUTHORIZING DISSOLUTION OF THE CORPORATION
AND ADOPTING A PLAN OF LIQUIDATION & DISSOLUTION**

The undersigned being all of the Shareholders of **ASSAAD, INC.**, a Florida Corporation, acting in accordance with §607.0704 of the Florida Business Corporation Act, hereby waive all notice of time, place or purpose of meeting and approve, adopt, and take the following actions by means of this written consent:

WHEREAS, the Shareholders have determined it is advisable and beneficial for the Corporation that it be liquidated and dissolved; and

WHEREAS, the Shareholders do hereby adopt a Plan of Liquidation and Dissolution for the Corporation;

RESOLVED: That the following Plan of Liquidation is adopted to assemble and marshal the assets of the Corporation, pay or make adequate provision for the debts of the Corporation, and to distribute any remaining assets of the corporation:

1. The Corporation shall be liquidated pursuant to Section 331 of the Internal Revenue Code and §607.1402(6) of the Florida Statutes.
2. All liabilities and obligations of the Corporation will be paid or discharged, or adequate provision will be made for them.
3. The Officers of the Corporation are authorized to sell or otherwise liquidate all of the properties and assets of the Corporation that they deem necessary or advantageous to facilitate the liquidation of the Corporation.
4. 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, the following:
 - (a) Executing any and all instruments of conveyance;

- (b) Paying all taxes and fees;
 - (c) Executing all documents required by law to be filed;
 - (d) Retaining professional advisors; and
 - (e) Doing all other things necessary or convenient to effect the dissolution of the Corporation.
5. After the provision for, or 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 their shares in the Corporation.

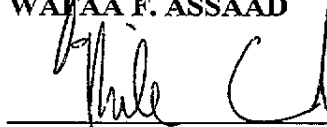
The effective date of dissolution shall be the 4th day of May, 2002.

DATED this 4th day of May, 2002.

SHAREHOLDERS:



WAFAA F. ASSAAD



MIKE W. ASSAAD