

*Woodward, Pires & Lombardo, P.A.*

ATTORNEYS-AT-LAW

**J 53771**

December 6, 1999

Via Federal Express  
No. 809683316867

Division of Corporations  
409 East Gaines  
Post Office Box 6327  
Tallahassee, FL 32314

Ladies/Gentlemen:

Re: Articles of Dissolution  
Southern Gulf Corporation

Enclosed are the original and one copy of the Articles of Dissolution for the referenced corporation together with a check in the amount of \$35.00 to cover the fees for filing the Articles.

After filing, please return a date-stamped copy to our office. Should you have any questions, do not hesitate in contacting me.

Very truly yours,

*Carrie E. Lademan*

Carrie E. Lademan

EFFECTIVE DATE  
12-31-99

CEL:kt  
Enclosures as stated

*Diss  
12-14-99  
MKS*

CRAIG R. WOODWARD\*  
MARK J. WOODWARD  
ANTHONY P. PIRES, JR.\*\*  
J. CHRISTOPHER LOMBARDO  
STEVEN V. BLOUNT  
JOHN A. GARNER\*\*\*  
CARRIE POULOS-LADEMAN  
PAUL L. KUTCHER\*\*\*\*

BURT L. SAUNDERS  
OF COUNSEL

\* Board Certified Real Estate Attorney  
\*\* Board Certified City, County and Local Government Attorney  
\*\*\* Also admitted in Indiana and Georgia  
\*\*\*\* Also admitted in Pennsylvania

400003063294-3  
-12/07/99--01073--003  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

RECEIVED  
DIVISION OF STATE  
TALLAHASSEE, FLORIDA

99 DEC -7 AM 10:39

FILED

Please Respond to: Pelican Bay

Pelican Bay  
Marco Island

801 Laurel Oak Dr., Suite 710, Naples, FL 34108 (941) 566-3131 Fax (941) 566-3161  
606 Bald Eagle Dr., Suite 500, P.O. Box 1, Marco Island, FL 34146 (941) 394-5161 Fax (941) 642-6402

**ARTICLES OF DISSOLUTION  
OF  
SOUTHERN GULF CORPORATION**

**FILED**

99 DEC -7 AM 10:39

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1403 of the Florida Business Corporation Act, the undersigned corporation adopts the following articles of dissolution for the purpose of dissolving the corporation:

**FIRST:** The name of the corporation (the "Corporation") is Southern Gulf Corporation.

**SECOND:** The names and respective addresses of the Corporation's officers are as follows:

<u>Name and Office</u>	<u>Address</u>
Karl Kramer, President/Treasurer	7700 North Trail Boulevard, Suite 1 Naples, Florida 34108
Mark J. Woodward, Vice President/ Secretary	801 Laurel Oak Drive, Suite 710 Naples, Florida 34108

**THIRD:** The names and respective addresses of the Corporation's sole director is as follows:

<u>Name</u>	<u>EFFECTIVE DATE</u>	<u>Address</u>
Karl Kramer	<u>12-31-99</u>	7700 North Trail Boulevard, Suite 1 Naples, Florida 34108

**FOURTH:** Dissolution was authorized on December 6, 1999.

**FIFTH:** Dissolution was approved by the sole shareholder of the corporation, said vote being sufficient for approval.

**SIXTH:** Adequate provision has been made for the payment or discharge of all liabilities and obligations of the Corporation.

SEVENTH: All the remaining property and assets of the Corporation have been distributed among its shareholders in accordance with their respective rights and interests.

EIGHTH: There are no actions pending against the Corporation in any court.

NINTH: The corporation elected to dissolve by the written consent of its sole shareholder, a copy of which is attached hereto as Exhibit "A".

TENTH: The dissolution shall be effective December 31, 1999

IN WITNESS WHEREOF, the undersigned, being the President of the Corporation respectively, for the purpose of dissolving the Corporation in accordance with the Florida General Corporation Act, have executed these Articles of Dissolution this 6<sup>th</sup> day of December, 1999.

Southern Gulf Corporation.

By: Karl Kramer  
Karl Kramer, as President

STATE OF FLORIDA  
COUNTY OF COLLIER

The foregoing instrument was acknowledged before me this 6<sup>th</sup> day of December, 1999, by Karl Kramer, President of Southern Gulf Corporation, on behalf of the corporation. He is personally known to me and did not take an oath.

Mark J. Woodward  
Print Name: Mark J. Woodward  
Notary Public  
Commission No. \_\_\_\_\_  
My Commission Expires: \_\_\_\_\_



Mark J. Woodward  
MY COMMISSION # CC634123 EXPIRES  
May 6, 2001  
BONDED THRU TROY FAIR INSURANCE, INC.

(SEAL)

EXHIBIT "A"

I, the undersigned sole shareholder of Southern Gulf Corporation, consent to the Articles of  
Dissolution signed by Karl Kramer, as President of the corporation.

Date: 12/6/99

12.12.99  
Karl Kramer