

J84771

FLAMEBROILED CHICKEN, INC.
GLADSTONE'S GRILLED CHICKEN, INC.
8426 SUNSTATE STREET
TAMPA, FLORIDA 33634
(813) 882-4753

August 11, 1999

Secretary of State
Division of Corporations
Amendments Section
P.O. B. 6327
Tallahassee, FL 32314

400002958894--0
-08/13/99--01027--003
*****35.00 *****35.00

Re: Dissolution of Corporations

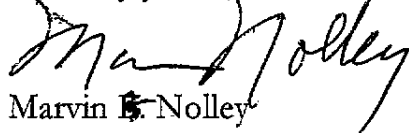
Dear Sirs:

Enclosed please find two Corporate Resolutions for Flame Broiled Chicken, Inc. and Gladstone's Grilled Chicken, Inc. resolving to dissolve both of these Corporations.

We have also enclosed two \$35.00 checks to cover the costs of this process.

Thank you for your cooperation.

Sincerely yours,


Marvin B. Nolley
President

MN:sf
Encls.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

wld:3

T. LEWIS SEP 3 1999

NOLBO, INC.

September 1, 1999

**Ms. Thelma Lewis
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314**

**Re: Flamebroiled Chicken, Inc.
Ref. Nbr. J84771
Letter Nr. 999A0041986**

Dear Ms. Lewis:

As requested, please find enclosed the following:

- 1. Copy of your letter**
- 2. Articles of Dissolution**
- 3. Resolution of the Board of Directors**

**Thank you for your cooperation and if you need additional
information please let us know.**

Sincerely yours,



Sean Flaherty

**SF:me
encls.**

**8426 SUNSTATE STREET
TAMPA, FL 33634**

813-882-4753

813-888-7287 (FAX)



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

August 20, 1999

MARVIN NOLLEY
FLAME-BROILED CHICKEN, INC.
8426 SUNSTATE STREET
TAMPA, FL 33634

SUBJECT: FLAME-BROILED CHICKEN, INC.
Ref. Number: J84771

We have received your document for FLAME-BROILED CHICKEN, INC. and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

Articles of Dissolution must comply with either section 607.1401 or 607.1403, Florida Statutes.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6905.

Thelma Lewis
Corporate Specialist Supervisor

Letter Number: 999A00041986

ARTICLES OF DISSOLUTION

FLAMEBROILED CHICKEN, INC.

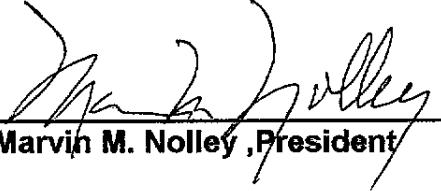
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to section 607.1403, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST: THE NAME OF THE CORPORATION IS FLAMEBROILED CHICKEN, INC.

SECOND: THE DATE OF THE DISSOLUTION WAS JUNE 1, 1999

THIRD: DISSOLUTION WAS APPROVED BY THE SHAREHOLDERS. THE NUMBER OF VOTES CAST FOR DISSOLUTION WAS SUFFICIENT FOR APPROVAL.


Marvin M. Nolley, President

RESOLUTION OF BOARD OF DIRECTORS
OF
FLAME BROILED CHICKEN, INC.

RESOLVED, that this Corporation be dissolved and that distribution of corporate proceeds be made in the following manner:

All proceeds of the sale of corporate assets be distributed among each of its shareholders according to the number of shares owned and its proportion to the number of shares outstanding of this Corporation; and

RESOLVED FURTHER, that the President endorse each certificate presented with the amount paid per share and the date of payment, and

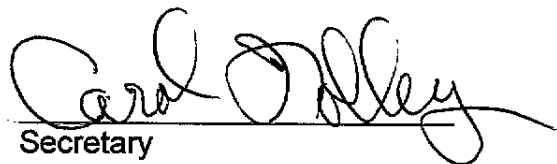
RESOLVED FURTHER, that the Board of Directors approves of such plan of liquidation, and approves of the letter of the President announcing this liquidation being sent to the shareholders of this Corporation and to the Secretary of State of Florida.

CERTIFICATE OF SECRETARY

I certify that I am duly qualified and acting Secretary of Flame Broiled Chicken, Inc. a Corporation organized and existing under the laws of the State of Florida. The forgoing is a true copy of a resolution duly adopted by the Board of Directors at a meeting held on June 1, 1999., and entered in the minutes of such meeting in the Corporation's minute book. The resolution is in accordance with the Articles of Incorporation and Bylaws of this Corporation and is now in full force and effect.

Dated: June 1, 1999

Corporate Seal



Secretary