

**K77322**  
**KELLEY, HERMAN & MILLS**  
LAWYERS

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AREA CODE 954  
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January 10, 1997

Corporate Records Bureau  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

800002055798--1  
-01/13/97-01067-002  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

RE: SOUTHERN NIGHT LIFE, INC.

Gentlemen:

Enclosed you will find two originals of the Articles of Dissolution for Gilbert Duncan Marketing, Inc. for filing by in your office. You will also find enclosed a check payable to the Secretary of State in the amount of \$35.00 representing the fee for incorporation.

Please mail a certified copy of the Articles of Dissolution to Richard A. Mills, III, Esq., 1401 E. Broward Blvd., Suite 206, Ft. Lauderdale, FL 33301.

Thank you for your assistance in this matter.

Very truly yours,

KELLEY, HERMAN & MILLS

*Jim A. Zimmerman*  
Jim A. Zimmerman, CLA

/jaz  
encl.

cc: Ronald Gofrank

*Corquodds*  
*Linda*

FILED  
97 JAN 13 PM 12:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF DISSOLUTION PURSUANT TO SECTION  
607.1403 OF THE FLORIDA BUSINESS CORPORATION  
ACT OF SOUTHERN NIGHT LIFE, INC.

FILED  
97 JAN 13 PM 12:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

To: Department of State  
Tallahassee, Florida 32314

Date Paid  
Filing Fee \$35.00

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:

1. The name of the corporation is SOUTHERN NIGHT LIFE, INC.
2. The names and respective addresses of the officers of the corporation are:

Ronald W. Gofrank - President  
1800 N.E. 22nd Terrace  
Fort Lauderdale, FL 33305

James M. Jaksic - Vice President  
1800 N.E. 22nd Terrace  
Fort Lauderdale, FL 33305

3. The names and respective addresses of the directors of the corporation are:

Ronald W. Gofrank  
1800 N.E. 22nd Terrace  
Fort Lauderdale, FL 33305

4. Dissolution was authorized on January 8, 1997.
5. The number of votes cast for dissolution was sufficient for approval.
6. All liabilities and obligations of the corporation have been paid or discharged.
7. All the property and assets of the corporation remaining after the payment of all debts, obligations, and liabilities of the corporation, have been distributed among its shareholders in accordance with their respective rights and interests.

8. There are no actions pending against the corporation in any court.

9. The corporation elected to dissolve by unanimous written consent of its shareholders, and such written consent has been signed by all shareholders of the corporation or signed in their names by their duly authorized attorneys.

Dated January 9, 1997.

SOUTHERN NIGHT LIFE, INC.

By: Ronald W. Gofrank Pres  
Ronald W. Gofrank, President

(Corporate Seal)

STATE OF FLORIDA  
COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 9th day of January, 1997, by RONALD W. GOFRANK, as President of SOUTHERN NIGHT LIFE, INC., a Florida corporation, on behalf of the corporation. He is personally known to me and did not take an oath.

My Commission expires:

Jill A. Zimmerman  
NOTARY PUBLIC

Print name

C:\WP51\GOFRANK\DISSOLUT.ART

