

LAW OFFICES  
GARY J. HAUSLER

K 80564

GARY J. HAUSLER  
(MEMBER OF FLORIDA, WASH D.C., & N.Y. BARS)

950 N. COLLIER BLVD.  
SUITE 202  
THE SUNTRUST BUILDING  
MARCO ISLAND, FL 34145

December 12, 1997

(941) 394-3171  
FAX (941) 394-4858

Secretary of State  
Corporations Division  
Att.: Dissolution Section  
P.O. Box 6327  
Tallahassee, FL 32314

FILED  
97 DEC 16 PM 2:56  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

RE: Voluntary Dissolution of THE DINING ROOM, INC.  
Document No. K80564

Dear Sir:

Enclosed herewith please find the following documents with respect to the voluntary dissolution of the corporation entitled: THE DINING ROOM, INC.:

1. Original and one (1) copy of ARTICLES OF DISSOLUTION;
2. Signed Unanimous Written Consent of Shareholders;
3. The undersigned's escrow account check in the amount of \$35.00 as and for your dissolution fee;

000002389310--0  
-01/05/98--01045--017  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Please proceed to file the enclosed original Articles and return a copy of the filed Articles of Dissolution for my file in the provided return envelope.

Thank you for your anticipated cooperation.

Very truly yours,

Gary J. Hausler

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VS DEC 22 1997

GJH:ct  
Encs.

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97 DEC 16 AM 10:02  
DIVISION OF CORPORATIONS

FILED  
97 DEC 16 PM 2:56  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ARTICLES OF DISSOLUTION PURSUANT TO  
607.267 OF THE FLORIDA GENERAL BUSINESS  
THE DINING ROOM, INC.

TO: Department of State  
Tallahassee, Florida

Pursuant to the provisions of Section 607.267 of the Florida General Corporations Act, the undersigned corporation adopts the following articles of dissolution for the purpose of dissolving the corporation:

1. The name of the corporation is THE DINING ROOM, INC.
2. The names and respective addresses of the officers of the corporation is as follows:

<u>Name</u>	<u>Office</u>	<u>Address</u>
JEFFREY BARLOW	President	767 Amber Drive Marco Island, FL 34145
BERNARD TREMBLAY	Secretary	767 Amber Drive Marco Island, FL 34145

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

<u>Name</u>	<u>Address</u>
JEFFREY BARLOW	767 Amber Drive Marco Island, FL 34145
BERNARD TREMBLAY	767 Amber Drive Marco Island, FL 34145

4. All liabilities and obligations of the corporation have been paid or discharged.

5. All the property and assets of the corporation remaining after the payment of all debts, obligations, and liabilities of the corporation, have been distributed amongst its shareholders in accordance with their respective rights and interests.

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

7. 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. A copy of such written consent is attached to these articles.

Dated: December 12, 1997

THE DINING ROOM, INC.

Jeffrey Barlow  
JEFFREY BARLOW, Director  
and Stockholder

Jeffrey Barlow  
JEFFREY BARLOW, President

Bernard Tremblay  
BERNARD TREMBLAY, Director  
and Stockholder  
STATE OF FLORIDA  
COUNTY OF COLLIER

Bernard Tremblay  
BERNARD TREMBLAY, Secretary

The foregoing instrument was acknowledged before me this 12th day of December, 1997, by JEFFREY BARLOW and BERNARD TREMBLAY, President and Secretary, respectively, of THE DINING ROOM, INC., A Florida Corporation, on behalf of the corporation. They are personally known to me and did not take an oath.

My Commission Expires:



GARY J. HAUSLER  
My Commission CC533069  
Expires Mar. 13, 2000

Gary J. Hausler  
Notary Public

STATE OF FLORIDA  
COUNTY OF COLLIER

The foregoing instrument was acknowledged before me this 12th day of December, 1997, by JEFFREY BARLOW and BERNARD TREMBLAY, who are personally known to me and who did not take an oath.

My Commission Expires:



GARY J. HAUSLER  
My Commission CC533069  
Expires Mar. 13, 2000

Gary J. Hausler  
Notary Public

UNANIMOUS WRITTEN CONSENT OF SHAREHOLDERS FOR THE  
VOLUNTARY DISSOLUTION OF THE DINING ROOM, INC.  
A FLORIDA CORPORATION

We, the undersigned, being the sole shareholders of THE DINING ROOM, INC., a Florida corporation, do hereby consent to the voluntary dissolution of such corporation and do authorize and direct the appropriate officers of the corporation to take all steps necessary or appropriate to carry out the intent of this resolution.

In assent to the above, each of the undersigned shareholders has signed his or her name and dated the signing opposite the number of shares of the corporation held by him or her of record on such date.

Signature

Date

Number of Shares

  
JEFFREY BARLOW

December 12, 1997

510

  
BERNARD TREMBLAY

December 12, 1997

490