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January 20, 1997

Corporate Records Bureau
Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, FL 32301

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-01/22/97--01156--008
*****35.00 *****35.00

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Re: Articles of Dissolution of Marmalade Warehouses One, Inc.

Dear Sir:

Enclosed herewith are Articles of Dissolution of Marmalade Warehouses, Inc. for filing. Also enclosed is this firm's check in the amount of \$35.00 representing the filing fee.

Please forward a conformation letter to me at your first convenience.

Very truly yours,

[Signature]
DAVID L. EVANS

FILED
97 JAN 22 PM 1:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DLE:jmm
Enclosures

Ms. Mary Barley

Name	
Availability	1/29/97
Document Examiner	DOH
Updater	DOH
Update Verifier	DOH
Acknowledgement	DOH
W.P. Verifier	DOH

**ARTICLES OF DISSOLUTION
OF MARMALADE WAREHOUSES ONE, INC.**

FILED
97 JAN 22 PM 1:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1403, Florida Statutes, the undersigned corporation adopts the following Articles of Dissolution for the purpose of dissolving the corporation:

1. The name of the corporation is Marmalade Warehouses One, Inc.
2. Dissolution of the Corporation was authorized and approved by the sole shareholder of the corporation as of December 31, 1996.
3. The names and respective addresses of its officers are:

<u>Title</u>	<u>Name</u>	<u>Address</u>
President	David L. Evans	c/o Mateer & Harbert, P.A. 225 E. Robinson Street, Suite 600 Orlando, Florida 32802
Vice President	Mary E. Barley	1919 Espanola Drive Orlando, Florida 32804
Secretary/ Treasurer	Mary E. Barley	1919 Espanola Drive Orlando, Florida 32804

4. The name and address of its director is:

<u>Name</u>	<u>Address</u>
David L. Evans	c/o Mateer & Harbert, P.A. 225 E. Robinson Street, Suite 600 Orlando, Florida 32802

5. All debts, obligations, and liabilities of the corporation have been paid or discharged, or adequate provision has been made therefor.
6. All remaining property and assets of the corporation have been distributed among its shareholders in accordance with their respective rights and interests.
7. There are no suits pending against the corporation in any Court, and there are no

criminal proceedings pending against it.

8. Attached hereto are copies of the sole shareholder's written consent to the Dissolution of the Corporation pursuant to Section 607.0704, Florida Statutes.

MARMALADE WAREHOUSES ONE, INC.

By:

David L. Evans, President

[Corporate Seal]

Attest:

Mary E. Barley
Mary E. Barley

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 17th day of January, 1997, by David L. Evans, as President of Marmalade Warehouses One, Inc., a corporation, on behalf of the corporation. He/she is personally known to me or has produced (type of identification) as identification and did (did not) take an oath.

Name:

Jean M. Martin
JEAN M. MARTIN
(Notary Public)

(AFFIX NOTARY SEAL)

My Commission Expires:



JEAN M. MARTIN
MY COMMISSION # CC314338 EXPIRES
October 11, 1997
BONDED THRU TROY FAIR INSURANCE, INC.

**CONSENT BY THE SHAREHOLDER OF
MARMALADE WAREHOUSES ONE, INC.
TO THE
VOLUNTARY DISSOLUTION OF THE CORPORATION**

Pursuant to Section 607.1402 and 607.0704, Florida Statutes, the undersigned being the sole shareholder of Marmalade Warehouses One, Inc., hereby consents to the voluntary dissolution of Marmalade Warehouses One, Inc., authorized as of December 31, 1996,

DATED: January 17, 1997.

A handwritten signature in cursive script, appearing to read "Mary E. Barley", is written over a horizontal line.

MARY E. BARLEY
as Personal Representative of the
Estate of George M. Barley, Jr.