

W40000 33422

Nestor H. Bonilla
(Requestor's Name)

173 Coco Plum Lane
(Address)

(Address)

Royal Palm Beach, FL
(City/State/Zip/Phone #) 33411

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TALLAHASSEE, FLORIDA

W4-33422
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**ARTICLES OF DISSOLUTION
OF
ALL GREEN GARDEN CENTER, LLC**

Pursuant to the provisions of Section 608.445 of the Florida Statutes, the undersigned All Green Garden Center, LLC, a Florida limited liability company (the "Company"), adopts the following Articles of Dissolution for the purpose of dissolving the Corporation:


1. The name of the Company is: All Green Garden Center, LLC
2. The dissolution of the Company was approved on August 24, 2005.
3. The dissolution was authorized and approved by the Written Consent of the Board of Members of the Company entitled to vote dated August 24, 2005, pursuant to the Operating Agreement and Section 608 of the Florida Statutes.
4. All debts, obligations and liabilities of the limited liability company have been paid or discharged.
5. All remaining property and assets have been distributed among its members in accordance with their respective rights and interests.
6. There are no suits pending against the Company in any court.

Signatures of the members having the same percentage of membership interests necessary to approve the dissolution:

Dated: August 24, 2005

ALL GREEN GARDEN CENTER, LLC


Nestor Bonilla, Member


Peter Ornelas, Member

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TALLAHASSEE, FLORIDA

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**WRITTEN CONSENT IN LIEU OF A SPECIAL MEETING
OF THE BOARD OF MEMBERS
OF
ALL GREEN GARDEN CENTER, LLC**

The undersigned, being a majority of the Board of Members of All Green Garden Center, LLC, a Florida limited liability company (the "Company"), hereby consents and subscribes to the following acts and resolutions in lieu of holding a formal special meeting regarding the same, pursuant to the provisions of Sections 608, Florida Statutes:

WHEREAS, that the Board of Members of the Company recommends the dissolution of the Company for approval by a majority of the members.

WHEREAS, that it is in the best interests of the Company to dissolve the Company.

RESOLVED, that the Articles of Dissolution of the Company substantially attached hereto as Exhibit A is hereby approved, confirmed and ratified.

IN WITNESS WHEREOF, the undersigned have executed the Articles of Dissolution of the Company as of the date set forth below.

DATED: August 24, 2005


Nestor Bonilla, Member


Peter Ornelas, Member

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TALLAHASSEE, FLORIDA

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