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SECRETARY OF STATE ALLAHASSEE, FLORIBA

KEATING & SCHLITT, P.A.

Attorneys and Counselors at Luw

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> TELEPHONE: 407.425.2907 FACSIMILE: 407.425.6345

REAL PROPERTY

BUSINESS LAW

August 12, 2008

Division of Corporations Post Office Box 6327 Tallahassee, Florida 32314

RE: KENTUCKY EAT, LLC - Matter No. WH053806

Dear Sir or Madam:

Enclosed find the Articles of Dissolution and Written Action And Consent for the above referenced company.

Please contact me should you have any questions or comments or require anything further. Thank you.

Very truly yours,

plane Lare, as Paralegal to

John Kingman Keating

/dyl

enclosures

ARTICLES OF DISSOLUTION

OF

KENTUCKY EAT, LLC, a Florida limited liability company

The undersigned, being the all of the Mangers respectively of Kentucky EAT, LLC, a Florida limited liability company (the "Company"), for the purpose of dissolving the Company pursuant to the laws of the State of Florida, do hereby adopt the following Articles of Dissolution, and do hereby agree and certify as follows:

- 1. That the name of the Company is Kentucky EAT, LLC.
- 2. The Articles of Organization were filed on November 15, 2007.
- 3. The dissolution of the Company was approved on April 28, 2007.
- 4. The effective date of the Dissolution shall be the date of filing with the Department of State.
- 5. Pursuant to section 608.441, Florida Statutes all members have provided their written consent to the dissolution of the limited liability company.
 - 6. All debts, obligations and liabilities of the Company have been paid or discharged.
 - 7. There are no suits pending against the Company in any court.

The signatures of all managers appears below providing the necessary to approval of the dissolution of the company.

MANAGERS

Cole Whitaker

Ronald J. Raboud

WRITTEN ACTION AND CONSENT OF THE MEMBERS OF KENTUCKY EAT, LLC APPROVING DISSOLUTION

THE UNDERSIGNED, being and constituting the only Member of Kentucky EAT, LLC (the "Company"), pursuant to Sections 608.441, Florida Statutes, does hereby consent to the dissolution of the Company in lieu of holding a meeting of the Members regarding the same:

- 1. That as the sole Member of the Company does hereby authorize and consent to the dissolution of the Company pursuant to the provisions of the Florida Limited Liability Company Act and waive any notice required in connection with such dissolution.
- 2. That the Managers are hereby authorized, empowered and directed to execute and deliver for filing with the Florida Department of State the Articles of Dissolution of the Company and any and all other documents which such Managers in their sole discretion shall deem necessary and which may be requested or required by the Florida Department of State in connection with said dissolution.

IN WITNESS WHEREOF, the undersigned Member has executed this Written Action and Consent to Dissolve the Company to be executed as of the date set forth adjacent to his signature below.

MEMBER

John F Ballard, Jr., Member

Date Executed: 8/6/08/

SECRETARY OF STATE.