

L39396

Rhonda M. Castanon
Attorney at Law

June 12, 1998

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

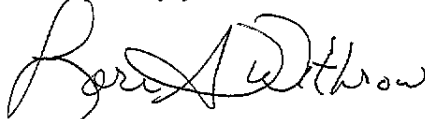
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-06/17/98-01026--002
*****35.00 *****35.00

RE: N.T.H. PIZZA, INC.
Ref. : Certificate of Incorporation issued 12/10/89

Enclosed please find Articles of Dissolution for the above referenced corporation with copy and our check in the amount of \$35.00 for the filing fee. Please return the stamped copy to our office.

Thank you.

Very truly yours,



Lori A. Withrow
Paralegal

FILED
98 JUL 10 PM 4:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Siss
HFT 7-15-98

~~*789,1092,566,671*~~



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 23, 1998

Lori A. Withrow
% Richard O. Jones, P.A.
1250 W. Eau Gallie Blvd., Suite "J"
Melbourne, FL 32935

SUBJECT: NTH PIZZA, INC.
Ref. Number: L39396

We have received your document for NTH PIZZA, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The current name of the entity is as referenced above. Please correct your document accordingly.

Articles of Dissolution must comply with either section 607.1401 or 607.1403, Florida Statutes.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6910.

Louise Flemming-Jackson
Corporate Specialist Supervisor

Letter Number: 298A00034556

Richard O. Jones, J.D., LL.M.

Master of Laws in Taxation

Certified Financial Planner

July 6, 1998

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314
ATTN: LOUISE FLEMING-JACKSON

RE; Letter Number 298A00034556

Dear Mrs. Jackson:

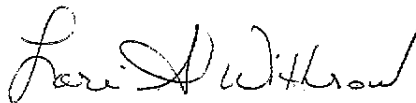
Enclosed please find our client's Articles of Dissolution for his corporation NTH Pizza, Inc. and a copy of your letter referenced above.

The name in the Articles has been changed to omit the periods as stated in your letter. However, the remainder of the Articles is in compliance with Fla. Stat. 607.1403 and 607.0120 as a corporation that has already commenced business:

- a) The name of the corporation is in the Articles (Paragraphs 1 and 4).
- b) The date the dissolution is authorized is in the Articles (Paragraph 1).
- c) The Articles state that the sole shareholder approved the dissolution (Paragraph 2 and 3 and Consent Signature).
- d) The Articles were signed by the sole director, officer, shareholder, Mr. Briggs.
- e) The Articles were typed.

Please file the enclosed Dissolution. If you have further questions, please do not hesitate to call.

Very truly yours,



Lori A. Withrow
Paralegal

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ARTICLES OF DISSOLUTION
OF NTH PIZZA, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WHEREAS, at a special joint meeting of the shareholders and board of directors of NTH PIZZA, INC. held on April 24th, 1998, the shareholders and board of directors recommended and adopted a Resolution to dissolve the corporation, said Resolution being set forth as follows:

BE IT RESOLVED that this corporation be dissolved and it is directed that the officers of the corporation are authorized and directed to promptly proceed to execute the requisite Articles of Dissolution in accordance with the laws of the State of Florida.

WHEREAS, the sole shareholder of the corporation is ROBERT A. BRIGGS and as such he cast sufficient vote and approved the dissolution of the corporation; and

WHEREAS, the sole director of the corporation is ROBERT A. BRIGGS; and

WHEREAS, the said ROBERT A. BRIGGS desires to execute Articles of Dissolution dissolving NTH PIZZA, INC. as a corporation organized under the laws of the State of Florida and having the same cease to exist.

NOW, THEREFORE, in consideration of the premises and in consideration of the benefits to be derived to the shareholders and corporation by dissolution of the same, said corporation is hereby dissolved.

ARTICLE I

The name of the corporation is NTH PIZZA, INC.

ARTICLE II

The date of issuance of the Certificate of Incorporation of NTH PIZZA, INC., was December 26, 1989.

ARTICLE III

The name and address of the sole officer of the corporation is as follows:

ROBERT A. BRIGGS 3235 Blair Street
Cocoa, FL 32926

ARTICLE IV

The name and address of the sole director of the corporation is as follows:

ROBERT A. BRIGGS 3235 Blair Street
Cocoa, FL 32926

ARTICLE V

All debts, obligations and liabilities of the corporation have been paid or discharged or adequate provision has been made for satisfaction of the same.

ARTICLE VI

All of the remaining property and assets of the corporation have been distributed among its shareholders in accordance with their respective rights and interests.

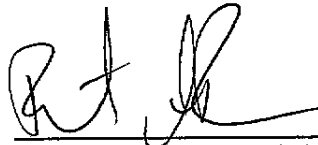
ARTICLE VII

There are no actions pending against the corporation in any court at this time.

ARTICLE VIII

An executed copy of the written consent of the shareholders to dissolve said corporation is attached hereto. This written consent has been signed by all of the owners of all of the issued and outstanding stock of the corporation.

THE FOREGOING ARTICLES OF DISSOLUTION were executed at Melbourne, Florida on this 24th day of April, 1998.

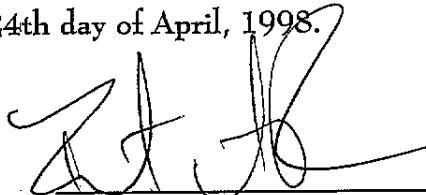


ROBERT A. BRIGGS, President,
Vice-President, Secretary and
Treasurer of the Corporation

SHAREHOLDER'S CONSENT TO
VOLUNTARY CORPORATE DISSOLUTION

The undersigned, being all of the shareholders of N T H PIZZA, INC., a corporation organized and existing under the laws of the State of Florida, hereby consent to the voluntary dissolution of said corporation.

DONE on this 24th day of April, 1998.



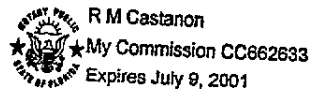
ROBERT A. BRIGGS
Shareholder

STATE OF FLORIDA
COUNTY OF BREVARD

I HEREBY CERTIFY that on this day before me, a Notary Public, duly authorized in the State and County named above to take acknowledgments, personally appeared ROBERT A. BRIGGS, to me known to be the person described as president, vice president, secretary and treasurer of N T H. PIZZA, INC., who executed the foregoing Articles of Dissolution, and acknowledged before me that he, being fully informed of the contents thereof, subscribed to these Articles of Dissolution voluntarily for and as the act of said corporation and with full authority to so act, on the day the same bears date.

WITNESS my hand and official seal in the County and State named above this 24th day of April, 1998.


Notary Public



STATE OF FLORIDA
COUNTY OF BREVARD

I HEREBY CERTIFY that on this day before me, a Notary Public, duly authorized in the State and County named above to take acknowledgments, personally appeared ROBERT A. BRIGGS, to me known to be the person described as the shareholder of N T H PIZZA, INC. and who executed the foregoing Articles of Dissolution, and acknowledged before me that he, being fully informed of the contents thereof, subscribed to these Articles of Dissolution voluntarily on the day the same bears date.

WITNESS my hand and official seal in the County and State named above this 24th day of April, 1998.


Notary Public

