

L45613

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July 18, 2000

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, FL 32301

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Re: Omni Land Company, Inc.
Articles of Dissolution
Our File No. 41633-2

Dear Sir or Madam:

On behalf of the above-referenced corporation, I enclose herewith the original and one (1) copy of the executed and notarized Articles of Dissolution, together with our firm check in the amount of \$87.50.

Please cause the original copy of the Articles of Dissolution to be filed among the corporate records of the State of Florida. Please return the copy to the undersigned, together with your certificate that this is a certified copy of the original Articles of Dissolution.

The check enclosed herein is in payment of the following fees or charges:

Filing Fee	\$35.00
Certified Copy Fee	<u>52.50</u>
TOTAL	\$87.50

FILED
00 AUG -2 PM 12:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

VOIDS
ORR
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Corporate Records Bureau
Page 2
July 18, 2000

Thank you for your attention to this matter.

Very truly yours,



Nicholas E. Christin

NEC/kfp
Enclosures

ARTICLES OF DISSOLUTION

Pursuant to Fla. Stat. §607.1403, of the Florida Corporate Business Act, the undersigned Corporation adopts form Articles of Dissolution for the purpose of dissolving the Corporation:

1. The name of the Corporation is: OMNI LAND COMPANY, INC.
2. The names and respective addresses of the respective officers of the Corporation are

as follows:

Luther J. Russell Russell Promotions 465 Riverside Drive Stuart, FL 34994	President
Olga Guilarte 1570 Madruga Avenue, Suite 305 Coral Gables, FL 33146	Vice President
Riki J. Russell Russell Promotions 465 Riverside Drive Stuart, FL 34994	Secretary
Thomas H. Wakefield Suite 202 Key Biscayne Bank Building 91 West McIntyre Street Key Biscayne, FL 33149	Assistant Secretary

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

3. The names and respective addresses of the respective directors of the Corporation

are as follows:

Luther J. Russell Russell Promotions 465 Riverside Drive Stuart, FL 34994
Olga Guilarte 1570 Madruga Avenue, Suite 305 Coral Gables, FL 33146

Thomas H. Wakefield
Suite 202
Key Biscayne Bank Building
91 West McIntyre Street
Key Biscayne, FL 33149

4. Dissolution was authorized on July 12, 1999.

5. Dissolution was approved by the Shareholders by the following vote:

LUTHER J. RUSSELL, as Trustee of the LUTHER J. RUSSELL TRUST U/A DATED 5/25/84	12.5% - Yes
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KAZUYO RUSSELL, as Trustee of the KAZUYO RUSSELL TRUST U/A DATED 5/25/84	12.5% - Yes
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STEPHEN M. ROEGIERS AND DIANNE C. FERDIG, as Co-Trustees of the RIKI J. RUSSELL TRUST AGREEMENT DATED 12/12/89	12.5% - Yes
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STEPHEN M. ROEGIERS AND DIANNE C. FERDIG, as Co-Trustees of the KEN J. RUSSELL TRUST AGREEMENT DATED 7/8/91	12.5% - Yes
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CHARLES "BEBE" REBOZO REVOCABLE TRUST	50% - Yes
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6. Adequate provision has been made for the payment of all liabilities and obligations of the Corporation.

7. All property and assets of the Corporation made after the payment of all debts, obligations and liabilities of the Corporation have been distributed to a Liquidating Trust for the benefit of its Shareholders in accordance with their respective rights and interests.

8. No property or assets remain to be distributed among the Shareholders of the Corporation.

9. There are no actions pending against the Corporation in any state court.

10. The Corporation elected to dissolve by act of the Corporation. A resolution to dissolve has been adopted by its Shareholders on July 12, 2000, a copy of which is attached to these Articles.

OMNI LAND COMPANY, INC.

By: Luther J. Russell
President

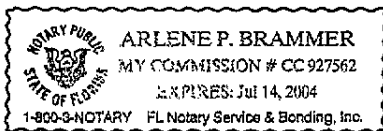
Attest:

[Signature]
Secretary

STATE OF FLORIDA)
COUNTY OF DADE) SS:
Martin

BEFORE ME, the undersigned authority, personally appeared Luther J. Russell and Ricki J. Russell, to me well known to be the persons described in and who executed and subscribed to the foregoing Articles of Dissolution, and they acknowledged before me that they executed and subscribed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Miami, in said County and State, this 10th day of July, 2000.



Arlene P. Brammer
Notary Public
State of Florida at Large

My Commission Expires: 7/14/2004