

THE UNITED STATES CAPORATION

ACCOUNT NO. :

072100000032

REFERENCE :

325881 4303929

AUTHORIZATION :

COST LIMIT :

ORDER DATE: April 10, 1997

800002138848--- 5

ORDER TIME : 9:21 AM

ORDER NO. : 325881-005

CUSTOMER NO:

4303929

CUSTOMER: Ms. Sheryl C. Vainstein Greenberg Traurig Hoffman

22nd Floor

1221 Brickell Avenue Miami, FL 33131-3238

## DOMESTIC FILINGS

NAME: MEDI TRADING, INC.

XX ARTICLES OF DISSOLUTION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY

PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Kathy Drake

EXAMINER'S INITIALS:

### ARTICLES OF DISSOLUTION

OF

## MEDI TRADING, INC.

Pursuant to the provisions of Sections 607.1402 and 607.1403 of the Florida Business Corporation Act, MEDI TRADING, INC., a Florida corporation (the "Corporation") hereby adopts the following Articles of Dissolution and certifies the following information for the purposes of dissolving the Corporation:

The name of the Corporation filing these Articles of Dissolution is MEDI TRADING, INC., Document #L94009.

IN WITNESS WHEREOF, the undersigned being the President of MEDI TRADING, INC., has executed these Articles of Dissolution on behalf of the Corporation as of the \_\_\_\_\_ day of March, 1997.

MEDI TRADING, INC., a Florida corporation

Howard Coldman Presiden

Howard Goldman, President

# UNANIMOUS WRITTEN CONSENT BY THE SHAREHOLDERS AND THE SOLE DIRECTOR OF MEDI TRADING, INC.

## IN LIEU OF SPECIAL MEETING

The undersigned, being the Shareholders and the sole Director of MEDI TRADING, INC., a corporation organized and existing under the laws of the State of Florida (the "Corporation"), do hereby agree, consent to, adopt and order the following corporate action effective as of the \(\frac{1}{2}\) day of March, 1997:

RESOLVED, that the Shareholders and the sole Director of the Corporation hereby consent to the dissolution and liquidation of the Corporation in accordance with §331 of the Internal Revenue Code of 1986, as amended; and

RESOLVED, that the Articles of Dissolution in substantially the form previously presented to the undersigned are hereby approved and accepted and the President of the Corporation is authorized and directed to cause to be filed with the Florida Department of State the said Articles of Dissolution; and

RESOLVED, that the Corporation shall liquidate and distribute any and all of its assets of any kind whatsoever to its Shareholders in accordance with his respective rights and interests as soon as practicable, and that such assets be distributed and the dissolution be completed as soon as practicable; and

RESOLVED, that the President of the Corporation be, and he hereby is, authorized and directed to execute such assignments and conveyances, and to do and perform such acts as may be necessary or appropriate for the carrying out of the purposes of the foregoing resolutions; and

RESOLVED, that the President of the Corporation is hereby authorized to engage the services of such accountants, appraisers, attorneys and other professionals to provide advice and counsel to the Corporation in connection with any and all matters addressed in the previous resolutions as such officers shall deem necessary or advisable under the circumstances; and it is

FURTHER RESOLVED, that any and all actions heretofore or hereinafter taken by the President of the Corporation in connection with any and all of the matters discussed in the foregoing resolutions are hereby confirmed and ratified as properly authorized acts of the Corporation.

. IN WITNESS WHEREOF, the undersigned Shareholders and sole Director have executed the foregoing unanimous written consent for the purposes of giving consent thereto.

SHAREHOLDER:

Howard Goldman

Marjorle Goldman

David Mayper

Andrea Mayper

DIRECTOR:

Howard Goldman



ACCOUNT NO. : 072100000032

REFERENCE : 325861

AUTHORIZATION :

4303929

COST LIMIT : \$915.00

ORDER DATE: April 10, 1997

700002138847--8

ORDER TIME : 9:13 AM

ORDER NO. : 325861-005

CUSTOMER NO: 4303929

CUSTOMER: Ms. Sheryl C. Vainstein

Greenberg Traurig Hoffman

22nd Floor

1221 Brickell Avenue Miami, FL 33131-3238

# DOMESTIC FILINGS

NAME: MEDI TRADING, INC.

XX REINSTATEMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING

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PLAIN STAMPED COPY (2)

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Kathy Drake

EXAMINER'S INITIALS

	PLEASE READ	LL INST	TUCTION S	BEFORE	ONPLET	G THIS FORM.	
APPLICATION FOR REINSTATEMENT		FLORID DEPARTMEN OF TATE Sandra B. Mortham Secretary of State					,
DIVISION OF CORPORATIONS						9700	7 10
DOCUMENT # L94009  1 Corporation Name						TALLAHASSEE FI	
MEDI TRADING, INC.						MASSECUE	5,442
Principal Place of Business Mailing Address					1	٠٠/٢,	PAIR VI
	Box 661097 Springs, Florida	33266		المراجعة الم	TO THE	The state of the s	1 97
If above addresses are incorrect in any way, line through incorrect information and enter correction below  2. New Principal Office Address, If Applicable  3. New Mailing Address, If Applicable					DO'NOT WRITE IN THIS SPACE  4. Date Incorporated or Qualified		
Suite, Apt #. e			te, Apt. #, etc.		To Do Busin	ness in Florida 08/17	7/1990
City & State		City & State			5. FEI Numbe	65-0224498	Applied For
Zip	Country	Zip Country		<del></del>	6.	- SR 75	Not Applicable  Additional Fee required
					<u> </u>	E OF STATUS DESIRED for	a Certificate of Status
7. Names and Title(s)	7. Names and Street Addresses of Each Officer and/or Director (Florida nonprofit corporations must list at least 3 directors)  Name of Officers Street Address of Each						
				cer and/or Director e Post Office Box I			
P/D I	Howard Goldman 5959 N.W			. 37 Aver	nue	Miami, Florid	la
		<u> </u>			· · · · · · · · · · · · · · · · · · ·		
		<del></del>					
				<u> </u>			
	8. Name and Address of Current	Pagistared An	ent	1	9 Name and	Address of New Registered Ag	ent
Paul Berkowitz							
·					P O Box Number is Not Acceptable)		
Suite 2200 Miami, Florida 33131				Suite, Apt #, Etc			
Midmi, Fiorida 55151				City State Zip Code			
10						FL)	
Signature of	ppointed the registered agent of the abo	ove named corp	oration, am lamiliar wi	ith and accept the c	obligations of Sec		
Registered Ag		GISTERED A	SENT MUST SIGN			Date 2 28 97	
11. Doe Dep	es this corporation pay a ot. of Revenue under S.	any intan 199.032	gible tax to th , Florida Stat	ie utes. Yes	□ No[	X (See other side on intang	
lease the certify tha this reinst		ity of non-comp iver or trustee i solution has be the information	liance with Section 11 empowered to execute en eliminated, the cor indicated on this app	9 07: 3)(k) in the eventh as this application as porate name satisfication is true and	ent that the inform s provided for in it ies the requirement accurate, and m	mation supplied is deemed exem chapter 607 or 617, FS I further onts of section 607 0401 or 617 y signature shall have lite same	pt from public access. I contify that when filing 0401, F.S. and that all legal effect as it made.
SIGNATU	JRE: HOLLICE SIGNATURE AND TYPED ORUM	ALL INTED HAME OF	SIGNING OFFICER OF	ward Ga	ldma	VL, 3/4/97 30	5-863-1769 Imv. Phone Ext 405