NEW ORLEANS CARACAS

HOUSTON

LONDON

BOGOTA

Gerhardt A. Schreiber Direct Line (305) 445-7902 E-mail gschreib@ricefowler.com A LIMITED LIABILITY COMPANY

COUNSELLORS AT LAW

2222 PONCE DE LEON BLVD. PENTHOUSE SUITE

CORAL GABLES, FLORIDA 33134

(305) 445-8881

TELECOPIER (305) 445-6761

GUATEMALA CITY

MEXICO CITY

MONTREAL

SAN JOSE

SAN JUAN

SAN PEDRO SULA

SAN SALVADOR

SAO PAULO

INDEPENDENT OFFICES

April 21, 1999

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

Re: RICE FOWLER, L.C.

****43.75

Dear Sir/Madame:

Enclosed please find Articles of Dissolution for the above named corporation along with our firm check in the amount of \$43.75. Kindly file the Articles of Dissolution and provide a certified copy of same.

I have enclosed a self addressed, stamped envelope for your convenience.

Thanking you in advance for your cooperation and should you have any questions, please do not hesitate to contact me.

Very truly yours,

RICE FOWLER, L.C.

Ileana M. Costoya

Secretary for

Gerhardt A. Schreiber

/imc

Enclosures

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FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

April 30, 1999

ILEANA M. COSTOYA RICE FOWLER 2222 PONCE DE LEON BLVD., PENTHOUSE STE CORAL GABLES, FL 33134

SUBJECT: RICE FOWLER, L.C. Ref. Number: L97000000373

We have received your document for RICE FOWLER, L.C. and check(s) totaling \$43.75. However, the document has not been filed and is being retained in this office for the following reason(s):

There is a balance due of \$8.75. Refer to the attached fee schedule for the breakdown of fees. Please return a copy of this letter to ensure your money is properly credited.

The fee to file this document is \$52.50. For each certified copy requested, please add an additional \$52.50.

If you have any questions concerning the filing of your document, please call (850) 487-6020.

Tammi Cline Document Specialist

Letter Number: 699A00023133

99 MAY 11 PH 5: 00, SECRETARY OF STATE

ARTICLES OF DISSOLUTION

| Pursuant to section 607.1403, Florida Statutes, this Florida profit corpor following articles of dissolution: | ration submits the |
|---|--------------------|
| FIRST: The name of the corporation is: RICE FOWLER, L.C. | - |
| SECOND: The date dissolution was authorized: April 8, 1999 The date of dissolution: April 30, 1999 | |
| THIRD: Adoption of Dissolution | <u>.</u> |
| Dissolution was approved by the members. The number of votes cast fo was sufficient for approval. | r dissolution |
| FOURTH: | |
| No debt of the corporation remains unpaid. | _ |
| FIFTH: | |
| The net assets of the corporation remaining after winding up have been the members. | distributed to |
| Signed this 20th day of April, 1999. | |
| | <u></u> |
| Da Dehredier | - -=== |
| By: Gerhardt A. Schreiber | |
| Member and Manager | |

99 MAY 11 PM 5: OC SECRETARY OF STATE

MINUTES OF SPECIAL MEETING OF THE MEMBERS OF RICE FOWLER, L.C.

A special meeting of the Members of the above-captioned Corporation was held on April 8, 1999, at 2222 Ponce de Leon Blvd.

The meeting was called to order by the manager and a motion to dissolve the corporation was presented to the meeting. After discussion, upon motion be duly made, seconded and carried, it was

RESOLVED, that the corporation be dissolved on April 30, 1999, it was further

RESOLVED, that the manager and such other officers as he may designate are hereby authorized, empowered, and directed to take any and all action necessary or desirable to dissolve the corporation.

There being no further business to come before the meeting, upon motion duly made, seconded and carried, the same was adjourned.

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SECRETARY OF STATE