

M38837

## Florida Department of State

Division of Corporations

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Katherine Harris, Secretary of State

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## To:

Division of Corporations

Fax Number : (850) 922-4000

## From:

Account Name : KRAMER, GREEN, ZUCKERMAN &amp; KAHN, P.A.

Account Number : 073707002173

Phone : (954) 966-2112

Fax Number : (954) 981-1605

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATIONS

## DISSOLUTION

SOLODKIN ENTERPRISES, INC.

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$43.75

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**ARTICLES OF DISSOLUTION  
of  
SOLODKIN ENTERPRISES, INC.**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1. The name of the Corporation is SOLODKIN ENTERPRISES, INC.
2. The names and respective addresses of its officers are:

President, Secretary/Treasurer  
Jeffrey Solodkin  
4000 Hollywood Boulevard  
Suite 495 South  
Hollywood, Florida 33021

Vice President  
Erica Solodkin  
4000 Hollywood Boulevard  
Suite 495 South  
Hollywood, Florida 33021

3. The name and respective address of its director is:

Jeffrey Solodkin  
4000 Hollywood Boulevard  
Suite 495 South  
Hollywood, Florida 33021


4. All debts, liabilities, and obligations of the Corporation have been paid or discharged or adequate provision has been made for them.

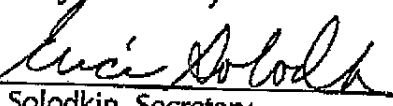
5. All the remaining property and assets of the Corporation have been distributed among the Shareholders in accordance with their respective rights and interests (or no property remains for distribution to Shareholders after applying it to the payment of the liabilities and obligations of the Corporation).

6. There are no actions pending against the Corporation in a court (or adequate provision has been made for the satisfaction of any judgment, order or decree that may be entered against the Corporation in any pending action).

7. An executed copy of the written consent of the Shareholders and Directors is attached. This written consent has been signed by all Shareholders and Directors.

Dated: 4/18, 2000.

  
Jeffrey Solodkin, President

  
Erica Solodkin, Secretary

Prepared by: Robert M. Kramer, Bar No. 181940, 4000 Hollywood Blvd., # 485 So.  
Hollywood, FL 33021, phone: (954)966-2112

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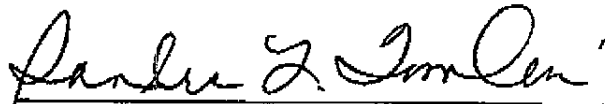
KRAMER, GREEN, et al

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STATE OF FLORIDA       )  
                                  ) ss:  
COUNTY OF BROWARD    )

The foregoing instrument was acknowledged before me this 28 day of April, 2000 by JEFFREY SOLODKIN as President, Secretary/Treasurer and ERICA SOLODKIN as Secretary of SOLODKIN ENTERPRISES, INC., a Florida corporation, on behalf of the Corporation. They are personally known to me and did not take an oath.



Notary Public, State of Florida

SANDRA L. TOMLIN

Printed Name of Notary

My Commission Expires:



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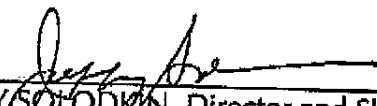
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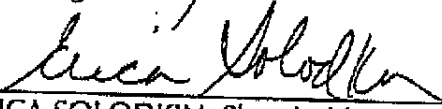
**WRITTEN ACTION BY SHAREHOLDERS AND DIRECTORS  
OF  
SOLODKIN ENTERPRISES, INC.**

The undersigned, constituting the sole Directors and Shareholders of SOLODKIN ENTERPRISES, INC. hereby take the following action in lieu of a formal meeting and waives all notice requirements.

1. The Corporation shall pay off all outstanding debts immediately.
2. The Corporation shall enter into an Agreement and Plan of Reorganization with FDR Financial Group, Inc., a Florida corporation under Section 368(a)(1)(C) of the Internal Revenue Code.
3. Upon the consummation of the transaction described above, the Corporation will file its Articles of Dissolution with the Florida Secretary of State.
4. Jeffrey Solodkin and/or Erica Solodkin as officers of the Corporation are authorized to take any further action which may be necessary to dissolve and liquidate the Corporation.

Dated: 4/28, 2000.

  
JEFFREY SOLODKIN, Director and Shareholder

  
ERICA SOLODKIN, Shareholder

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