

N040000008319

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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MAIL

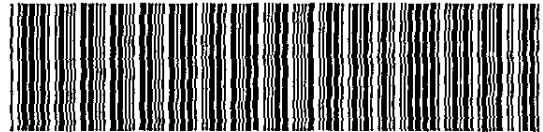
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

10/27/04
DISS.
SP

MORRIS, CARY,
ANDREWS & TALMADGE, LLC

ATTORNEYS AT LAW

JOSEPH A. MORRIS¹
TRACY W. CARY²
S. MARK ANDREWS³
DAN TALMADGE³
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3334 Ross Clark Circle
Post Office Box 1649
Dothan, Alabama 36302
Tel 334 792 1420
Fax 334 673 0077
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September 30, 2004

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

Re: *Blackwater Plantation, Inc.*

To Whom It May Concern:

Enclosed is the Amended Articles of Incorporation for the above named corporation, along with a check for the \$35.00 for the appropriate filing fee. I would appreciate you acknowledging receipt of the amended articles by file stamping the enclosed copy and returning the same to us in the enclosed self-addressed stamped envelope.

Should you have any questions, please do not hesitate to contact me.

Sincerely yours,

MORRIS, CARY, ANDREWS, & TALMADGE, LLC


Joseph A. Morris

JAM:slw
Enclosure



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

October 11, 2004

Joseph A. Morris, Esquire
Morris, Cary, Andrews & Talmadge, LLC
P.O. Box 1649
Dothan, AL 36302

SUBJECT: BLACKWATER PLANTATION, INC.
Ref. Number: N04000008319

We have received your document for BLACKWATER PLANTATION, INC. and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

In accordance with my phone conversation with your secretary I am returning the enclosed document.

A corporation cannot change its status from a nonprofit corporation to a profit corporation by filing an amendment. If the corporation is changing its status from a nonprofit to a profit corporation it would have to dissolve and refile as a profit corporation. As the name of a dissolved corporation is held for one year an affidavit releasing the name to the profit corporation must accompany the new profit articles. I am enclosing a dissolution form for a nonprofit and a form for articles of incorporation for a profit corporation for your convenience. The filing fee of \$35 already received can be used to file the articles of dissolution. Please return both documents to my attention.

Please return a copy of this letter along with your document to ensure proper handling.

If you have any questions concerning this matter, please either respond in writing or call (850) 245-6901.

Susan Payne
Senior Section Administrator

Letter Number: 804A00058708

MORRIS, CARY,
ANDREWS & TALMADGE, LLC

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October 20, 2004

Department of State
Division of Corporations
Attention: Susan Payne
P.O. Box 6327
Tallahassee, Florida 32314

Re: *Blackwater Plantation, Inc.*

Dear Ms. Payne:

Enclosed for filing with the Secretary of State is the Dissolution of the Florida non-profit corporation of Blackwater Plantation, Inc.; the Affidavit releasing the name to be used by the for-profit corporation of the same name, and the Articles of Incorporation for the profit corporation of Blackwater Plantation, Inc. We understand that you have retained our previous check in the amount of \$35.00 to be used for the fee for the articles of dissolution. Accordingly, I am also enclosing a check for an additional \$70.00 for the fee to file the Articles of Incorporation for the profit corporation. I would appreciate you acknowledging receipt of the amended articles by file stamping the enclosed copy and returning the same to us in the enclosed self-addressed stamped envelope.

Should you have any questions, please do not hesitate to contact me.

Sincerely yours,

MORRIS, CARY, ANDREWS, & TALMADGE, LLC


Joseph A. Morris

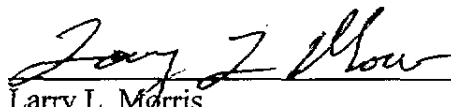
JAM:slw
Enclosure

ARTICLES OF DISSOLUTION

Pursuant to §617.1401, Florida Statutes, this Florida not for profit corporation submits the following Articles of Dissolution:

- FIRST: The name of the corporation is BLACKWATER PLANTATION, INC.
- SECOND: The articles of incorporation were filed on August 25, 2004 and assigned document number N04000008319.
- THIRD: The corporation has not commenced to conduct its affairs.
- FOURTH: No debts of the corporation remain unpaid.
- FIFTH: Adoption of dissolution. The dissolution was authorized by a majority of the directors.

Dated this the 20th day of October, 2004.



Larry L. Morris
President of the Board of Directors
of Blackwater Plantation, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA