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N45132

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PLEASE REPLY TO:

P.O. BOX 6526

TITUSVILLE, FL 32782-6526

August 22, 2001

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, FL 32314

300004558023--7
-08/27/01--01092--013
*****70.00 *****35.00

Re: FLORIDA EDUCATION AND RESEARCH FOUNDATION, INC.
(Dissolution of)
FLORIDA TEACHING AND RESEARCH LABORATORIES, INC.
(Dissolution of)

Dear Sir:

Enclosed please find for filing with the Division of Corporations the original Articles of Dissolution of the above-captioned corporations. Also enclosed is our check in the amount of \$70.00 (\$35.00 each corporation) made payable to the Secretary of State as fees for these dissolutions.

Please confirm the dissolution of these corporations to the undersigned. Thank you.

Very truly yours,


JOE D. MATHENY

mdw
Enclosures

FILED
01 OCT 12 PM 3:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

N45132
FD 154N
10-21-01
MDW



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

September 4, 2001

JOE MATHENY, P.A.
P.O. BOX 6526
TITUSVILLE, FL 32782-6526

SUBJECT: THE FLORIDA EDUCATION AND RESEARCH FOUNDATION, INC.
Ref. Number: N45132

We have received your document for THE FLORIDA EDUCATION AND RESEARCH FOUNDATION, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must be adopted in one of the following manners:

If the corporation has members entitled to vote:

- (1) the date of the meeting of members at which the resolution to dissolve was adopted.
- (2) a statement that the number of votes cast for dissolution was sufficient for approval, or a statement that such a resolution was adopted by written consent and executed in accordance with section 617.0701, Florida Statutes.

If the corporation has no members or members entitled to vote:

- (1) a statement that the corporation has no members or members entitled to vote on the dissolution.
- (2) the date of adoption of the resolution by the board of directors.
- (3) the number of directors then in office and the vote for the resolution.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6916.

Carol Mustain
Corporate Specialist

Letter Number: 901A00049873

ARTICLES OF DISSOLUTION
OF
FLORIDA EDUCATION AND RESEARCH FOUNDATION, INC.

KNOW ALL MEN BY THESE PRESENTS:

That on the 14th day of August, 2001, the following Corporation, to-wit:

FLORIDA EDUCATION AND RESEARCH FOUNDATION, INC.

did, after proper notice of a Special Meeting held on August 14, 2001, at the BCC Palm Bay Campus, 250 Community College Parkway, Palm Bay, FL 32909-2299, for the purpose of dissolution in which a quorum was present and voting, did unanimously resolve:

1. To dissolve the aforesaid Corporation and adopt a Dissolution Resolution. The number of votes cast for dissolution was sufficient for approval.

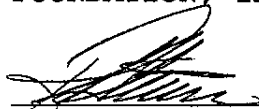
2. That the Corporation did adopt the said Resolution in a meeting held for that purpose with a quorum present and voting unanimously in favor of said dissolution.

3. That the said Corporation was dissolved according to Florida law; and, the Articles of Incorporation and Bylaws of the said Corporation and the effective date of dissolution was the 14th day of August, 2001.

FILED
01 OCT 12 11 PM 3:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DATED this 14 day of August, 2001.

FLORIDA EDUCATION AND RESEARCH
FOUNDATION, INC.


Secretary

(Corporate Seal)

FILED
01 OCT 12 PM 3:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA