

N97000006073

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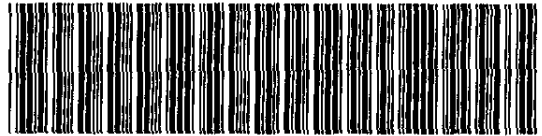
(Business Entity Name)

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06 APR 26 AM 10:53
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TALLAHASSEE, FLORIDA

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SS

RICHARD L. SMITH *
F. STEVEN HERB **
OMER CAUSEY **
GARY W. PEAL
MARK C. HANEWICH +
ROBERT K. ROBINSON
PRESTON DEVILBISS, JR. **+++
MICHAEL W. COCHRAN ++
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Local Government Law
** Certified Circuit Court Mediator

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

April 24, 2006

SUBJECT: OPPORTUNITY CLOSET, INC.
Articles of Dissolution

DOCUMENT NUMBER: N97000006073

The enclosed Articles of Dissolution and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Omer Causey
Nelson Hesse, LLP
2070 Ringling Boulevard
Sarasota, Florida 34237

For further information concerning this matter, please call:

Omer Causey
Nelson Hesse, LLP
(941) 366-7550

Enclosed is a check for the following amount: \$35 Filing Fee

Very truly yours,


Omer Causey

ARTICLES OF DISSOLUTION

Pursuant to Section 617.1403, Florida Statutes, this Florida not for profit corporation submits the following Articles of Dissolution:

FIRST: The name of the corporation as currently filed with the Florida Department of State:

OPPORTUNITY CLOSET, INC.

SECOND: The document number of the corporation (if known): **N97000006073**

THIRD: Adoption of Dissolution.

- (a) The corporation has no members or members entitled to vote on the dissolution.
- (b) The date of adoption of the resolution by the board of directors was April 24, 2006.
- (c) The number of directors in office was four (4) and the vote for resolution was unanimous: four (4) for dissolution and none (0) against dissolution.

FOURTH: Effective date of dissolution is upon filing of these Articles.

Date: April 24, 2006


James Taylor, Director & President

FILING FEE: \$35

FILED
06 APR 26 AM 10:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACTION BY WRITTEN CONSENT OF SHAREHOLDERS
AND DIRECTORS IN LIEU OF ANNUAL MEETING
OF
OPPORTUNITY CLOSET, INC.

The undersigned, being all of the directors of OPPORTUNITY CLOSET, INC., a not-for-profit corporation, do hereby consent in writing to the adoption of the following resolutions, taking the action in lieu of a special meeting as permitted by Section 607.0821 of the Florida Statutes.

RESOLVED AS FOLLOWS:

1. That the current serving board members, BARBARA J. HARLE, LINDA MINEER and BARBARA COOPER, hereby resign as members of the Board of Directors and elect the following members to serve as the new members of the Board of Directors:

JAMES TAYLOR,
MARY HELEN KRESS,
BEVERLY STOCKTON, and
ANTHONY NEWTON.

2. That the bylaws are amended to provide for four directors in accordance with the above-referenced vote of the four new directors.
3. The resigning board members also are resigning their positions as officers of the corporation and the officers of the corporation shall be as follows:

President:	James Taylor
Vice President:	Beverly Stockton
Secretary:	Beverly Stockton
Treasurer:	Walter Spruck

Dated: 12/8, 2005.

Barbara J. Harle
BARBARA J. HARLE, Director

Dated: 12/8, 2005.

Linda Mineer
LINDA MINEER, Director

Dated: 12/8, 2005.

Barbara Cooper
BARBARA COOPER, Director

Dated: 12/8, 2005.

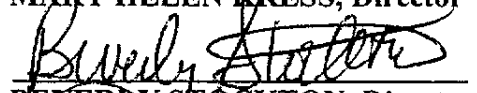
James A. Taylor
JAMES TAYLOR, Director


Dated: 12/8/05, 2005.

Dated: 12/8/05, 2005.

Dated: 12/8/05, 2005.


MARY HELEN KRESS, Director


BEVERLY STOCKTON, Director


ANTHONY NEWTON, Director
ANTHONY