

P000000012951



March 16, 2001

Ms. Susan Payne  
Florida Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Dear Ms Payne:

700003889177--9  
-03/20/01--01001--022  
\*\*\*\*\*43.75 \*\*\*\*\*43.75

Thank you for your assistance in guiding me through the process of revocation of articles of dissolution. Enclosed you will find:

1. Revocation of Articles of Dissolution, March 16, 2001 (with seal)
2. Check in the amount of \$43.75, as payment for—
  - a. Filing Fee \$35.00
  - b. Certified Copy Fee \$ 8.75
3. Articles of Dissolution, March 2, 2001
4. Board of Directors Action to revoke the articles of dissolution (with seal)
5. UBR for Champon Millennium Chemicals, Inc. (This was filed, then returned and mailed back to us on March 12, 2001 due to the filing by Mrs. Ashley of Articles of Dissolution.)
6. Copy of March 2, 2001 letter to Mrs. Ashley, with copy to Division of Corporations
7. Copy of March 14, 2001 letter to Ashley Pollow, Mrs. Ashley's attorney for the filing of Articles of Dissolution. *(missing - if you wish this, let me know & I can fax it)*
8. Copy of Minutes of Special Meeting of Shareholders, Feb. 27, 2001 *I can fax it*

Please process the enclosed UBR, and do not refund the payment.

*J. Slevin*

Yours truly,

*Jonathan Slevin*

Jonathan Slevin, President

*rev. of  
Diss.*

Directors

Tom Blank, Sidney Bostian, Louis Champon, Jonathan Slevin, James Suessman

S. PAYNE MAR 20 2001

FILED  
01 MAR 20 PM 3:09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Champon Millennium Chemicals, Inc.  
11112 Split Rail Lane Fairfax Station, VA 22039



FILED  
01 MAR 20 PM 3:09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA


Revocation of Articles of Dissolution  
of  
Champon Millennium Chemicals, Inc.

Name of Corporation: Champon Millennium Chemicals, Inc.  
Effective Date of Dissolution: March 2, 2001 (see attached)  
Revocation of Dissolution Authorized: March 16, 2001

Mrs. Patricia Ashley, holder of 1000 (disputed) shares in Champon Millennium Chemicals, made a motion to dissolve the corporation at a Special Shareholders Meeting on February 27, 2001. The motion was not properly seconded. The majority of shareholders of record voted "opposed" to the dissolution. (see attached minutes). Mrs. Ashley then threatened to dissolve the corporation anyway

As President of Champon Millennium Chemicals, I sent Mrs. Ashley a letter on March 2, 2001 advising her not to dissolve the corporation. (attached). The Corporation has learned that Mrs. Ashley with her attorney, Ashley Pollow, on March 2, 2001 filed fraudulent documents with the State of Florida. These documents included a fraudulent "Shareholder Written Consent to Dissolution of Champon Millennium Chemicals, Inc.," and "Articles of Dissolution Pursuant to 607.1403 of the Florida General Corporation Act of Champon Millennium Chemicals, Inc."

By unanimous written consent of The Board of Directors of the Champon Millennium Chemicals, the Company voted on March 16, 2001 to revoke the Articles of Dissolution fraudulently filed by Mrs. Ashley.

  
Jonathan Slevin, President and Director

  
Date

Directors

Tom Blank, Sidney Bostian, Louis Champon, Jonathan Slevin, James Suessman

Champon Millennium Chemicals, Inc.  
11112 Split Rail Lane Fairfax Station, VA 22039

ARTICLES OF DISSOLUTION PURSUANT TO  
§ 607.1403 OF THE FLORIDA GENERAL  
CORPORATION ACT OF  
CHAMPON MILLENNIUM CHEMICALS, INC.

FILED  
01 MAR -2 AM 11:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

To: Department of State  
Tallahassee, Florida 32304

Date Paid  
Filing Fee \$

Pursuant to the provisions of Section 607.1403 of the Florida General Corporation Act, the undersigned corporation adopts the following articles of dissolution for the purpose of dissolving the corporation.

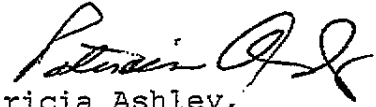
FIRST: That the name of the corporation is CHAMPON MILLENNIUM CHEMICALS, INC.

SECOND: That dissolution was authorized during a special meeting of shareholders held on February 27, 2001.

THIRD: That the dissolution of the corporation was approved by unanimous written consent of a majority of all shareholders, there being no groups of shareholders. A copy of such written consent is attached to these articles.


Dated: February 27, 2001.

CHAMPON MILLENNIUM CHEMICALS, INC.

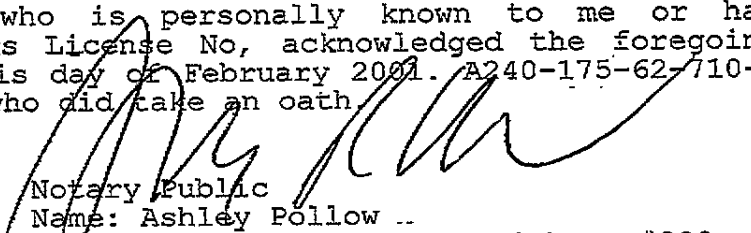
By:   
Patricia Ashley,  
President/Director/Shareholder

STATE OF FLORIDA §  
COUNTY OF PALM BEACH §

PATRICIA ASHLEY being duly sworn, deposes and says that she is PRESIDENT/DIRECTOR/SHAREHOLDER of CHAMPON MILLENNIUM CHEMICALS, INC., the corporation mentioned and described in the foregoing instrument; that she has read and signed the same and that the statements contained therein are true.

  
Patricia Ashley

Patricia Ashley, who is personally known to me or has produced Florida Drivers License No, acknowledged the foregoing instrument before me this day of February 2001. A240-175-62-710-0 as identification and who did take an oath.

  
Notary Public  
Name: Ashley Pollow  
Address: 1515 N. Federal Highway, #300  
Boca Raton, FL 33432

 Ashley R Pollow  
My Commission CC637525  
Expires May 17 2003

SHAREHOLDER WRITTEN CONSENT TO DISSOLUTION OF  
CHAMPON MILLENNIUM CHEMICALS, INC.

WHEREAS, at a special meeting of the shareholders was called by the Board of Directors of CHAMPON MILLENNIUM CHEMICALS, INC., duly held by teleconference at 11112 Split Rail Lane, Fairfax Station, VA 22039 at 10:00AM on the 27th day of February, 2001, the Board of Director of this corporation duly adopted resolutions recommending the dissolution pursuant to the terms and conditions set forth in the Shareholder/Director's Resolution of February 27, 2001; and

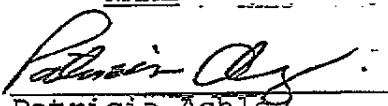
WHEREAS, since the corporation has no assets and due to the improper method of raising capital which was discussed at the meeting, it was agreed by the majority of the shareholders to dissolve the corporation. It is agreed that it is in the best interest of the corporation, and third parties to dissolve the corporation;

NOW, THEREFORE, each of the undersigned shareholders of said corporation, each holding of record at the close of business on the 27th day of February, 2001, the number of shares entitled to vote herein below set opposite his or her signature, consisting, in the aggregate, of shareholders entitled to exercise 70% of the outstanding and issued shares and of the voting power of said corporation on the aforesaid date of record, do hereby approve and consent to the principal terms and conditions of the aforesaid;

The undersigned do further hereby authorize, and direct that:

1. The President/Director/Shareholder, Patricia Ashley of this corporation execute Articles of Dissolution;
2. That the President/Director/Shareholder, Patricia Ashley may take whatever steps are necessary or appropriate to carry out the intent of this resolution.

IN WITNESS WHEREOF, each of the undersigned has hereunto signed his/her name and set opposite thereto the date of signing and the number of shares entitled to vote held by such person of record at the close of business day February 27, 2001.

<u>NAME</u>	<u>DATE OF SIGNING</u>	<u>NUMBER OF SHARES</u>
 Patricia Ashley	February 27, 2001	14,000,850 (70%)

COPY: FLORIDA

DIVISION OF CORPORATIONS



March 2, 2001

Ms. Patricia Ashley  
19368 Preserve Drive  
Boca Raton, FL 33498

Dear Ms. Ashley:

I have researched with the Florida Division of Corporations and Office of the Secretary of State the procedure for dissolution of a corporation. In order to file Articles of Dissolution, an accurate, truthful statement of the dissolution is to be filed. If there are any unauthorized statements or falsified documents filed, this is a misdemeanor punishable at law. The dissolution documents must be filed by an officer of the corporation with the approval of the shareholders noted.

Once again, be advised that the shareholders of Champon Millennium do not recognize your representation of majority ownership as valid. The shareholders notified you at the February 27th shareholders meeting that the number of authorized shares issued to you is only 1000 – at most. You are not an officer of Champon Millennium and you may not take any actions regarding Champon Millennium representing that you are an officer.

Your attempt at the February 27th Shareholders' Meeting to take a vote on dissolution of the corporation was not valid, it was so noted at that time and stated in the Minutes of the meeting. You did not properly have a motion for dissolution before the consideration of the shareholders and given that you only own at most 1000 shares, the motion was not passed by a majority of the shareholders.

In order to take a vote, procedurally, there needs to be a motion which is seconded by a person in attendance at the meeting. Additionally, the proxy you claimed to hold was not valid because there is no record of that person owning stock in the corporation and the proxy was not presented to the other shareholders in advance of the shareholders' meeting.

Be advised that the corporation will take any actions necessary to protect its business interests.

Yours truly,

Jonathan Slevin, President

cc: Florida Division of Corporations

**Champon Millennium Chemicals, Inc.**  
11112 Split Rail Lane Fairfax Station, VA 22039

**CHAMPON MILLENNIUM CHEMICALS, INC.**  
**(a Florida Corporation)**

**UNANIMOUS WRITTEN CONSENT OF THE BOARD OF DIRECTORS  
IN LIEU OF MEETING**

Pursuant to the Florida General Corporation Act, the undersigned directors, being all of the directors of Champon Millennium Chemicals, Inc., a Florida corporation (the "**Corporation**"), hereby waive the calling or holding of a special meeting of directors, consent in writing this 16<sup>th</sup> day of March, 2001 to the following actions, and directs that this unanimous written consent (the "**Written Consent**") be filed with the minutes of proceedings of the Corporation.

The Board of Directors has determined that Mrs. Patricia Ashley on March 2, 2001, submitted Articles of Dissolution to the State of Florida that dissolved Champon Millennium Chemicals, Inc.

Pursuant to the provisions of Section 607.1404 and 607.0120 of the Florida General Corporation Act, the corporation may revoke its dissolution at any time prior the expiration of 120 days following the effective date of the articles of dissolution; and, when the revocation of dissolution is effective, it relates back to and takes effect as of the effective date of the dissolution and the corporation resumes carrying on its business as if dissolution had never occurred. Furthermore, Section 607.1404 (4) states, "Revocation of dissolution is effective upon the effective date of the articles of revocation of dissolution."

**IT IS HEREBY:**

**RESOLVED,**

The Board of Directors has determined to revoke the dissolution of Champon Millennium Chemicals, Inc.

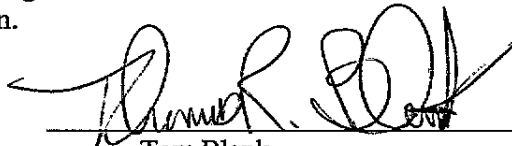
**GENERAL AUTHORITY**

**RESOLVED**, that the President of the Corporation is authorized, empowered, and directed to do and perform all such acts and things and to sign such other documents and certificates and to take all such other steps as he may deem to be necessary, proper, or convenient in order to carry out the intent of the foregoing resolution, and the Corporation hereby ratifies, adopts, and agrees to be bound by all such acts performed by such officer of the Corporation on behalf of the Corporation prior to the adoption of the foregoing resolution.

**COUNTERPARTS**

This Written Consent may be executed in several counterparts, each of which shall be deemed an original, but all of which, when taken together, shall constitute one and the same instrument.

IN WITNESS WHEREOF, the undersigned Directors have executed this Written Consent as of the day and year first above written.

  
\_\_\_\_\_  
Tom Blank

\_\_\_\_\_  
Sidney Bostian

\_\_\_\_\_  
Louis Champon

  
\_\_\_\_\_  
Jonathan Slevin

\_\_\_\_\_  
James Suessman

COUNTERPARTS

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IN WITNESS WHEREOF, the undersigned Directors have executed this Written Consent as of the day and year first above written.

\_\_\_\_\_  
Tom Blank

\_\_\_\_\_  
Sidney Bestian

\_\_\_\_\_  
  
Louis Champion

\_\_\_\_\_  
Jonathan Slevin

\_\_\_\_\_  
James Suessman

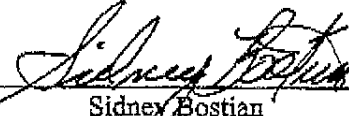


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\_\_\_\_\_  
Tom Blank

\_\_\_\_\_  
  
Sidney Bostian

\_\_\_\_\_  
Louis Champon

\_\_\_\_\_  
Jonathan Slevin

\_\_\_\_\_  
James Suessman

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Tom Blank

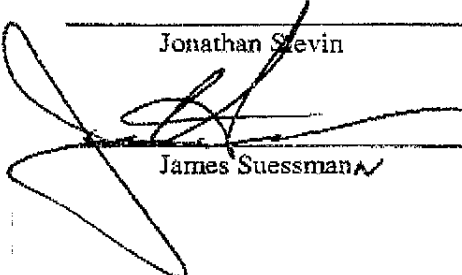
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Sidney Bostian

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Louis Champon

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Jonathan Stevin

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James Suessman



DELIVERED BY EMAIL per instructions from Ashley Pollow  
[ashleypollow@hotmail.com](mailto:ashleypollow@hotmail.com)

March 14, 2001

Mr. Ashley R. Pollow, P.A.  
1515 North Federal Highway, Suite 300  
Boca Raton, FL 33432-1994

Dear Mr. Pollow:

I believe that the attached documents will make it clear that your client, Patricia Ashley, has misrepresented matters to you.

We are not pleased at having our company dissolved, through fraudulent, illegal acts. Our business interests are being adversely affected.

How do you intend to proceed?

Yours truly,

A handwritten signature in cursive script, appearing to read "Jonathan Slevin".

Jonathan Slevin, President

cc: Members, Board of Directors  
Mary Beth Pender, Attorney at Law

Directors

Tom Blank, Sidney Bostian, Louis Champon, Jonathan Slevin, James Suessman

**Champon Millennium Chemicals, Inc.**  
11112 Split Rail Lane Fairfax Station, VA 22039

COPY: FLORIDA  
DIVISION OF CORPORATIONS

**CHAMPON MILLENNIUM CHEMICALS, Inc.**

Minutes of a Special Meeting of the Shareholders  
February 27, 2001  
Held by Teleconference

Attendees: Louis Champon  
Patricia Ashley  
Jonathan Slevin  
Mary Beth Pender, legal counsel

Proxies: Mark Godsy (provided to Jonathan Slevin)  
Tom Blank (provided to Jonathan Slevin)  
Mike Espy (provided to Jonathan Slevin)  
Ray Pethtel (provided to Jonathan Slevin)

A Special Meeting of the Shareholders of Champon Millennium Chemicals (the "Company") was called to order at 10:10 a.m. by Jonathan Slevin, who served as chairman of the meeting. Jonathan Slevin announced that a quorum was present. Agenda items were reviewed--

1. Verify Shareholders of Record
2. Resolve issues related to the number of shares owned by each shareholder; in particular the shares of Louis Champon (Louis Champon) and Patricia Ashley (Ashley).
3. Consider the composition of the Board of Directors.

At the request of Ashley and without objection by Shareholders, an additional item was added; "To dissolve corporation due to lack of assets and business of the corporation."

The Chairman reviewed the list of Shareholders of Record, previously sent to each shareholder.

Shareholders were informed of the results of an investigation authorized by the Board of Directors--

1. From June 2000 through February 3, 2001, Ashley as Company President, and the Company represented in good faith to Company shareholders, directors, and prospective investors that Patricia Ashley and Louis Champon jointly owned 15,450,000 shares in the Company (pre-offering) and 14,450,000 shares (post offering).
2. Beginning with the February 4, 2001 meeting of the Board of Directors, Patricia Ashley has claimed ownership of 14,000,000 shares outright as Founders Shares. She said she issued a stock certificate to herself on June 23,

2000. She also asserted that her mother owns 50 shares and that Louis Champon owns no shares.
3. Patricia Ashley has not cooperated with the Company's request that she provide documentation to support her claim that she is a shareholder in the Company.
  4. The Company has received a copy of a letter from Louis Champon to Patricia Ashley that he finds her in default of a June 2000 sale by him to her of certain EPA registration numbers.
  5. The Company asked Patricia Ashley to provide evidence that she is not in default, as asserted by Louis Champon. The Company has not been able to confirm whether Ashley assigned EPA Registration numbers to the Company. This assignment of EPA Registration numbers was consideration from Ashley as payment for shares.
  6. The Company does not recognize Ashley (or her mother) as a Company shareholder.
  7. The Company does not recognize Louis Champon as a shareholder in the company.
  8. The Company invites Patricia Ashley and Louis Champon to submit an offer to the Board of Directors to purchase shares. If Ashley is in default to Louis Champon as he claims, the Company wishes to provide her this opportunity to cure.

After discussion, the Shareholders took the following action in a unanimous vote:

RESOLVED, that a new slate of Directors be elected for a period of one year. That slate is—

Tom Blank  
Louis Champon  
Sidney Bostian  
Jonathan Slevin  
Jim Suessman

Patricia Ashley made a motion to dissolve the corporation due to lack of assets and business operations. The motion was not properly seconded. The majority shareholders of record voted "opposed" to the dissolution.

There being no further business, the meeting was adjourned at 10:45 a.m.

Respectfully submitted,



Jonathan Slevin