

P00000040099

THE KLEINFELD LAW FIRM

OF COUNSEL

J. RICHARD DUKE, ESQ.
BIRMINGHAM, ALABAMA

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CHARLESTON, SOUTH CAROLINA

SUNTRUST INTERNATIONAL CENTER

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PLEASE REPLY TO:

MIAMI OFFICE

LONDON REPRESENTATION

603 THE CHAMBERS, 6TH FLOOR
CHELSEA HARBOUR, LONDON
ENGLAND SW10 0XF

TELEPHONE: (44) 207-591-2900

FACSIMILE: (44) 207-591-2901

E-MAIL: law@kleinfeld.com

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
01 JUN 29 AM 10:17

Via U.S. Mail

May 30, 2001

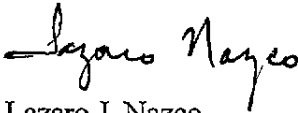
Department of State
Division of Corporations
P.O. Box 6357
Tallahassee, FL 32304

Re: Downey Glass Industries, Inc. - Articles of Dissolution

Dear Sirs,

Enclosed please find the Articles of Dissolution for Downey Glass Industries, Inc., a Florida corporation, along with a check made payable to the State of Florida in the amount of \$35.00 as required pursuant to § 607.1403 of the Florida General Business Corporation Act.

Very truly yours,



Lazaro J. Nazco
For the Firm

Encls.

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*****35.00 *****35.00

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V. SHEPARD JUL 3 2001



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

June 12, 2001

LAZARO J. NAZCO
SUNTRUST INTERNATIONAL CENTER
ONE SE THIRD AVE., STE. 1940
MIAMI, FL 33131

SUBJECT: DOWNEY GLASS INDUSTRIES, INC.
Ref. Number: P00000040099

We have received your document for DOWNEY GLASS INDUSTRIES, 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 state the date the dissolution was authorized.

Please include the exhibit(s) referred to in your document.

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) 487-6909.

Velma Shepard
Corporate Specialist

Letter Number: 601A00035878

RECEIVED
01 JUN 29 AM 8:35
DIVISION OF CORPORATIONS

THE KLEINFELD LAW FIRM

OF COUNSEL

J. RICHARD DUKE, ESQ.
BIRMINGHAM, ALABAMA

TIMOTHY D. SCRANTON, ESQ.
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LONDON REPRESENTATION

5 ST. JAMES SQUARE

P. O. BOX 33226

LONDON SW1Y4WT

TELEPHONE: (44) 207-747-8230

FACSIMILE: (44) 207-747-8231

EMAIL: law@tamosius.com

PLEASE REPLY TO:

MIAMI OFFICE

Via U.S. Mail

June 27, 2001

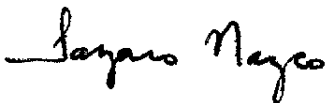
Department of State
Division of Corporations
P.O. Box 6357
Tallahassee, FL 32304

Re: Downey Glass Industries, Inc – Articles of Dissolution

Dear Sirs,

Enclosed please find the Unanimous Consent of Shareholders to Voluntary Dissolution ("Unanimous Consent") of Downey Glass Industries, Inc., and a copy of your letter dated June 12, 2001. We failed to include the Unanimous Consent when we submitted the original application. Please call me with any questions regarding this matter. Thank you.

Very truly yours,



Lazaro J. Nazco
For the firm

Encls.

ARTICLES OF DISSOLUTION PURSUANT TO
SECTION 607.1403 OF THE FLORIDA GENERAL
BUSINESS CORPORATION ACT

OF

DOWNEY GLASS INDUSTRIES, INC.
A Florida Corporation
c/o Daniel Downey
1100 N.W. 15th Avenue
Pompano Beach, FL 33069

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 JUN 29 AM 10:17

To: Department of State
Division of Corporations
P.O. Box 6357
Tallahassee, Florida 32304

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:

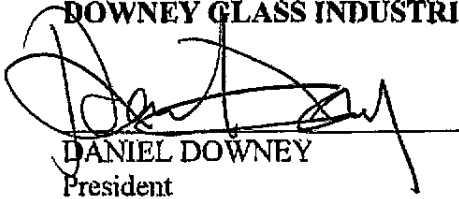
1. The name of the corporation is **DOWNEY GLASS INDUSTRIES, INC.**
2. The name and respective address of the officer and director of the corporation is as follows:

Name	Office	Address
Daniel Downey	President & Director	1100 N.W. 15 th Avenue Pompano Beach, FL 33069

3. All liabilities and obligations of the corporation have been paid or discharged.
4. No property or assets remained to be distributed among the shareholders of the corporation after the payment of all debts, obligations, and liabilities of the corporation].
5. There are no actions pending against the corporation in any court.
6. The corporation elected to dissolve by unanimous written consent of its shareholders, and such written consent has been signed by all shareholders of the corporation or signed in their names by their attorneys thereunto duly authorized. A copy of such written consent is attached to these articles.

Dated this 8th day of May, 2001.

DOWNEY GLASS INDUSTRIES, INC, a Florida Corporation


DANIEL DOWNEY
President

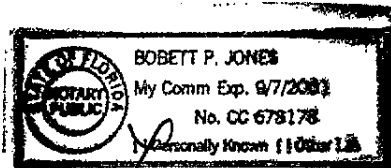


STATE OF FLORIDA)
) ss:
COUNTY OF _____)

The foregoing instrument was acknowledged before me on this 8th day of May, 2001, by DANIEL DOWNEY, President of Downey Glass Industries, Inc., who is personally known to me or has produced _____ as identification.

My commission expires:


NOTARY PUBLIC



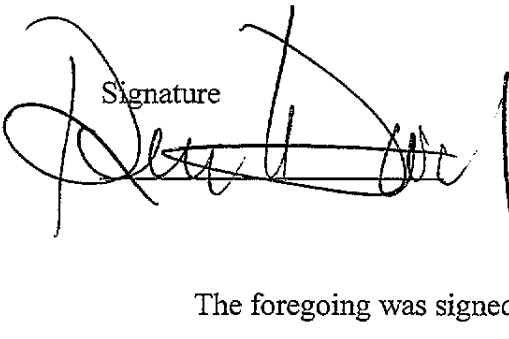
**UNANIMOUS CONSENT OF SHAREHOLDERS TO VOLUNTARY
DISSOLUTION**

OF

**DOWNEY GLASS INDUSTRIES, INC.
1100 NW 15TH AVENUE
POMPAÑO BEACH, FL 33069**

We, the undersigned, being all the shareholders of **DOWNEY GLASS INDUSTRIES, INC.**, a Florida Corporation, do hereby consent to the voluntary dissolution of such corporation and do authorize and direct the appropriate officers of the corporation to take all steps necessary or appropriate to carry out the intent of this resolution.;

In assent to the above the undersigned stockholder has signed his name and dated the signing opposite to the percentage of shares of the corporation held by him of record on such date.

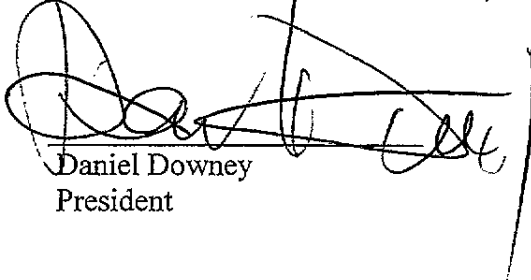
Signature 

Date

May 8th, 2001

The foregoing was signed before me on this 8th day of May 2001.

DOWNEY GLASS INDUSTRIES, INC., a Florida Corporation


Daniel Downey
President