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February 28, 2005

# ):

SERVICES	CORPORATION NAME (S) AND DOCUMENT NUMBER (S)		
B & H Lazarus Inc.	· <u>-</u>		
Filing Evidence  ⊠ Plain/Confirmation Cop	у	Type of Documen  □ Certificate of Statu	
□ Certified Copy		☐ Certificate of Good	l Standing
		□ Articles Only	
Retrieval Request  Photocopy  Certified Copy		□ All Charter Docum Articles & Amendr □ Fictitious Name Ce □ Other	ments
NEW FILINGS		AMENDMENTS	
Profit		Amendment	
Non Profit		Resignation of RA Officer/Director	
Limited Liability		Change of Registered Agent	
Domestication	X	Dissolution/Withdrawal	
Other		Merger	
OTHER FILINGS		REGISTRATION/QUALIFICATION	
Annual Reports		Foreign	
Fictitious Name		Limited Liability	
Name Reservation		Reinstatement	
Reinstatement		Trademark	
<u></u>		Other	

### ARTICLES OF DISSOLUTION

OF

### B & H LAZARUS INC.

Pursuant to Section 607.267, Florida Statutes

FILED

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SECRETARY OF STATE
TAIL Allassee, FLOAD

IT IS HEREBY CERTIFIED THAT, Howard Lazarus, President and Sole Officer and Director, of B & H LAZARUS INC., a Florida Corporation, currently in good standing with the State of Florida, execute the following articles:

1) The name of the corporation is:

### B & H LAZARUS INC.

2) The names and addresses, respectively, of all officers of the corporation are as follows:

Howard Lazarus 7913 Sonora St. Boynton Beach, FL 33437

3) The names and addresses, respectively, of all directors of the corporation are as follows:

Howard Lazarus 7913 Sonora St. Boynton Beach, FL 33437

- 4) All debts, obligations, and liabilities of the corporation have been paid or discharged.
- 5) All the remaining property and assets of the corporation have been distributed among its shareholders in accordance with their respective rights and interest.
  - 6) There are no actions pending against the corporation in any court.

7) Attached hereto, is either a copy of the written consent to dissolve, which was agreed upon and signed by all shareholders, or their attorneys duly authorized to sign on their behalf, or a copy of the resolution to dissolve (by act of the corporation), which was duly adopted by the shareholders of the corporation on

B & H LAZARUS INC. (name of corporation)

Howard May

STATE OF NEW YORK
COUNTY OF Westell ss

Before me personally appeared, Howard Lazarus, to me well known and known to me to be the individual described in an who executed the foregoing Articles of Dissolution, and acknowledged before me that he/she executed the same for the purposes therein expressed.

WITNESS my hand and official seal this/5 day of Fel-2005

Notary Public

FRANK P. MARINO
Notary Public, State of New York
No. 02MA4899445
Qualified in Westchester County
Commission Expires June 15, 200

## Dissolution Certificate of Unanimous Consent by Director & Shareholder

B & H Lazarus Inc., by a unanimous vote, at a meeting called for that purpose did adopt a resolution declaring it advisable and for the benefit of B & H Lazarus Inc., that the same should be dissolved and the shareholder did vote for same.

NOW, THEREFORE, the director of the Corporation and the shareholder representing all the shares of the Corporation entitled to vote thereon, do hereby consent in and by this writing that the said Corporation be dissolved.

WITNESS our hands, this \_\_\_\_\_day of \_ Fel., 2005.

Howard Lazarus

100 shares

Total outstanding shares 100 shares

HOWARD LAZARUS, being duly sworn, says that he is the Secretary of B & H Lazarus Inc., that he saw the shareholders owning all of the outstanding shares of the Corporation entitled to vote thereon sign the foregoing certificate of consent as their voluntary act and deed, and that deponent subscribed the same; and deponent further says that the said resolution of the board of directors was duly adopted upon lawful notice.

Notary Public FRANK P. MARINO Notary Public, State of New York No. 02MA4899445

Qualified in Westchester County Commission Expires June 15, 200