

P00000058147

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

FILED

00 SEP 12 PM 12:28

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

HERB Tournament, Inc.

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*****43.75 *****43.75

- ___ Art of Inc. File
- ___ LTD Partnership File
- ___ Foreign Corp. File
- ___ L.C. File
- ___ Fictitious Name File
- ___ Trade/Service Mark
- ___ Merger File
- ___ Art. of Amend. File
- ___ RA Resignation
- ☒ Dissolution / Withdrawal
- ___ Annual Report / Reinstatement
- ☒ Cert. Copy
- ___ Photo Copy
- ___ Certificate of Good Standing
- ___ Certificate of Status
- ___ Certificate of Fictitious Name
- ___ Corp Record Search
- ___ Officer Search
- ___ Fictitious Search
- ___ Fictitious Owner Search
- ___ Vehicle Search
- ___ Driving Record
- ___ UCC 1 or 3 File
- ___ UCC 11 Search
- ___ UCC 11 Retrieval
- ___ Courier

C. COULLIETTE SEP 12 2000

Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

RECEIVED
00 SEP 12 PM 11:02

ARTICLES OF DISSOLUTION
OF
KEB TOURNAMENT, INC.

FILED
00 SEP 12 PM 12:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, being all of the Directors and Shareholders of KEB TOURNAMENT, INC., hereby certify that:

1. The name of the corporation is KEB TOURNAMENT, INC., a Florida corporation, which Articles of Incorporation were filed with the Secretary of State, State of Florida, on June 15, 2000.

2. The dissolution of the corporation was unanimously adopted by the Board of Directors and approved by the Shareholders, at a special meeting at which all of the Directors and Shareholders were present and voting throughout, duly called for the purpose of dissolving the corporation and held on August 1, 2000.

3. There are 100 shares of common stock outstanding. All of said outstanding shares are entitled to vote, and all of the shares entitled to vote, voted for the dissolution.

4. This dissolution shall be effective the 31st day of August, 2000.



KENT E. ARNOLD, Director
and Shareholder



WILLIAM L. MURRAY, Director

CERTIFICATE OF CORPORATE RESOLUTION

The undersigned, Secretary of KEB TOURNAMENT, INC., a Florida corporation, hereby certifies that the following resolutions were duly adopted by the Board of Directors of the Corporation at a special meeting duly called and held on August 1, 2000, at the Offices of the Corporation, Sarasota, Florida, at which a quorum for the transaction of business was present and voting throughout, and that such resolutions have not been modified or rescinded as of the date hereof:

RESOLVED, that effective the 31st day of August, 2000 Corporation be dissolved, and it was

FURTHER RESOLVED, that the proper corporate officers are hereby authorized to execute any and all documents necessary to effectuate the dissolution and file same with the Department of State, State of Florida.

FURTHER RESOLVED, that any interested party may rely upon a copy of this Resolution, as evidence of the authority of said officers of the Corporation to act in the foregoing, and that said certified copy of this Resolution shall be conclusive evidence that this Resolution stands unimpaired and unrevoked.

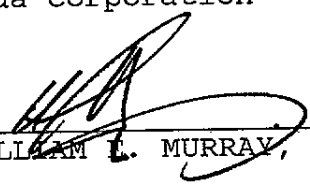
The undersigned further certifies that the present officers of the Corporation are as follows:

Kent E. Arnold	-	President
William <u>E.</u> Murray	-	Vice President
William <u>E.</u> Murray	-	Secretary
William <u>E.</u> Murray	-	Treasurer

IN WITNESS WHEREOF, I have hereunto set my hand and seal this

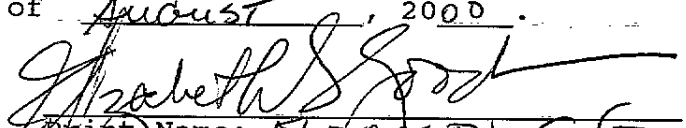
18 day of Aug, 2000.

KEB TOURNAMENT, INC., a
Florida corporation

By: 
WILLIAM E. MURRAY, Secretary

STATE OF FLORIDA
COUNTY OF SARASOTA

The foregoing instrument was subscribed and acknowledged before me by WILLIAM E. MURRAY, Secretary of KEB TOURNAMENT, INC. personally known to me, who did not take an oath, and who acknowledged to and before me that he executed the same freely and voluntarily for the purposes therein expressed on behalf of said Corporation, this 18 day of August, 2000.


Print Name: ELIZABETH S. GOODMAN
Notary Public, State of Florida
My commission expires:



WAIVER OF NOTICE OF SPECIAL JOINT MEETING OF THE SHAREHOLDERS AND
OF THE BOARD OF DIRECTORS
OF
KEB TOURNAMENT, INC.

The undersigned, being all of the Directors and all of the Shareholders of the captioned Corporation hereby consent and agree to the Special Joint Meeting of the Shareholders and the Board of Directors held on the date and time and at the place designated hereunder and hereby waive all notices whatsoever of such meeting and of any adjournment or adjournments thereof.

The undersigned agree and consent that any and all lawful business may be transacted at such meetings or at any adjournment or adjournments thereof as may be deemed advisable. Any business transacted at said meeting or at any adjournment or adjournments thereof shall be as valid and legal and of the same force and effect as if such meeting or adjourned meeting were held after notice.

Place of meeting:	Offices of the Corporation
Time of meeting:	10:00 a.m.
Date of meeting:	August 1, 2000


KENT E. ARNOLD

MINUTES OF A SPECIAL JOINT MEETING OF THE SHAREHOLDERS AND
OF THE BOARD OF DIRECTORS
OF
KEB TOURNAMENT, INC.

A Special Joint Meeting of the Shareholders and the Board of Directors of KEB TOURNAMENT, INC. was held at 10:00 a.m. at the Offices of the Corporation on the 1st day of August, 2000.

The Chairman called the meeting to order and, upon roll call by the Secretary, the following Directors and Shareholders were found to be present:

Kent E. Arnold

being all the Directors of the Corporation and all of the Shareholders of the Corporation.

A Waiver of Notice of this meeting, signed by the Directors and Shareholders, was read aloud and the Secretary was instructed to file the same in the Minutes of this meeting.

The Minutes of the previous meeting were read aloud and approved as read.

The Chairman stated that the meeting had been called in order to discuss the dissolution of the Corporation. After discussion, upon motion duly made, seconded and unanimously carried, it was:

RESOLVED, that effective the 31st day of August, 2000 Corporation be dissolved, and it was

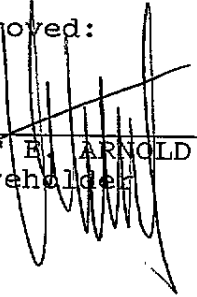
FURTHER RESOLVED, that the proper corporate officers are hereby authorized to execute any and all documents necessary to effectuate the dissolution and file same with the Department of State, State of Florida.

There being no further business to come before the meeting,
the same was, on motion duly made, seconded and unanimously
carried, adjourned.



WILLIAM E. MURRAY, Secretary

Approved:



KENT E. ARNOLD, Director and
Shareholder