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: JOHNSON, BLAKELY, POPE, BOKER, RUPPEL & BURNS, P.A.

Account Number : 076666002140

: (727)461-1818 : (727)441-8617

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DISSOLUTION

INGE JOHNSTONE ENTERPRISES, INC.

QIVISION OF CORPORATIONS

Certificate of Status Certified Copy Page Count 03 Estimated Charge \$43.75

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SECRETARY OF CORF

ARTICLES OF DISSOLUTION OF INGE JOHNSTONE ENTERPRISES, INC.

The undersigned, as President of INGE JOHNSTONE ENTERPRISES, INC., does hereby certify and affirm that the following are true and correct:

- 1. The name of Corporation: INGE JOHNSTONE ENTERPRISES, INC.
- 2. <u>Debts, Obligations and Liabilities</u>: All debts, obligations and liabilities of INGE JOHNSTONE ENTERPRISES, INC., have been paid or discharged, or, adequate provision for same has been satisfactorily made.
- 3. <u>Property and Assets</u>: All property and assets of INGE JOHNSTONE ENTERPRISES, INC., will be distributed to its Sole Stockholder in accordance with his rights and interest after such assets were used to satisfy the liabilities and obligations of INGE JOHNSTONE ENTERPRISES, INC.
- 4. <u>Pending Action:</u> There are no actions pending against INGE JOHNSTONE ENTERPRISES, INC., in any court.
- 5. Stockholder Action: Attached hereto is an executed Special Corporate Action by Written Consent of Sole Stockholder and Director of INGE JOHNSTONE ENTERPRISES, INC., to dissolve the Corporation. A total of 200 shares out of 200 shares voted for the dissolution, and the number cast for dissolution was sufficient for approval.
- 6. <u>Effective Date</u>: These Articles of Dissolution were approved on the day of December, 2001, and shall be effective as of December 31, 2001.

The undersigned has executed these Articles of Dissolution on the $\frac{11}{11}\frac{T_1H}{day}$ of December, 2001.

INGE JOHNSTONE ENTERPRISES, INC.,

a Florida corporation

M. Inge Johnstone, President

Prepared by: Bruce H. Bokor, Esquire 911 Chestnut Street Clearwater, Florida 33756 727-461-1818 FL Bar No. 0150340 255152 01

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WRITTEN CONSENT BY SOLE STOCKHOLDER AND DIRECTOR OF INGE JOHNSTONE ENTERPRISES, INC.

The Sole Stockholder and Director of INGE JOHNSTONE ENTERPRISES, INC., a corporation organized and existing under the laws of the State of Florida, does hereby agree, consent to, adopt and order the following corporate action:

- 1. The undersigned does hereby waive all formal requirements, including the necessity of holding a formal or informal meeting, and any requirements that notice of such meeting be given.
- 2. The Sole Stockholder and Director of the corporation has approved a proposal to liquidate and dissolve the Corporation. After careful consideration, the following resolution was unanimously adopted by the Sole Stockholder and Director:

RESOLVED, that the following plan of complete liquidation of INGE JOHNSTONE ENTERPRISES, INC., in accordance with the provisions of Section 331 of the Internal Revenue Code of 1986, as amended, be and is hereby adopted:

The Sole Officer and Director is authorized and directed to proceed promptly to wind up the Corporation's affairs, to collect and reduce to possession its assets and to pay or provide for its liabilities.

As soon as possible, counsel for the Corporation shall file Articles of Dissolution of the Corporation with the Secretary of the State of Florida, and the Sole Officer of the Corporation is authorized to execute all documents necessary in connection with the dissolution.

The Corporation's assets shall be distributed to the Sole Stockholder of the Corporation upon cancellation of the shares owned by such Stockholder.

The Sole Officer shall wind up the affairs of the Corporation; pay or provide for its liabilities; establish a reserve in a reasonable amount to meet the known liabilities and liquidating expenses and estimated unascertained or contingent liabilities and continued expenses, if he deems such reserve desirable; distribute the sales proceeds and any other assets, subject to any remaining liabilities, to the Sole Stockholder, and cancel his shares; take all appropriate and necessary action to dissolve the Corporation under Florida law.

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If a reserve is established for claims against the Corporation, the Sole Officer shall arrange for the distribution of any unused balance of the reserve to the Sole Stockholder as soon as practicable.

The actions of the Sole Officer and Director of the corporation from the last meeting until the date of this meeting are hereby ratified and confirmed as acts of the corporation.

The undersigned does hereby give his written consent to the foregoing actions.

SOLE STOCKHOEDER AND DIRECTOR:

M. INGE JOHNSTONE

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