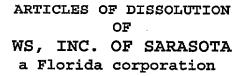
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CAPITOL SERVICES d/b/a PARALEGAL & ATTORNEY SERVICE BUREAU, INC. (Requestor's Name) 1406 Hays Street, Suite 2 (Address) (904) 656-3992 OFFICE USE ONLY Tallahassee, FL 32301 (Phone #) (City, State, Zip) 000004242560--3 -05/17/01--01090--009 *****35.00 *****35.00 CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known): PO6-74712 (Document #) (Document #) (Corporation Name) (Document #) (Corporation Name) (Document #) (Corporation Name) Certified Copy Pick up time Walk in Certificate of Status Will wait Mail out AMENDMENTS NEW FILINGS Amendment Resignation of R.A., Officer/Director Nongrofit -= Change of Registered Agent Limited Liability Dissolution/Withdrawal Domestication Merger Other REGISTRATION! OTHER FILINGS OUALIFICATION Annual Report Foreign O COULDETTE MAY 17 2001 Fictitious Name Limited Partnership Name Reservation Reinstatement Trademark Examiner's Initials Other CR2E031(10/92)





- 1. The name of the corporation is WS, INC. OF SARASOTA.
- 2. The date dissolution was authorized was April 30, 2001.
- 3. The dissolution was approved by the shareholders and the number cast for dissolution was sufficient for approval.
- 4. All debts, obligations and liabilities of the corporation have been paid or discharged or adequate provision has been made for them.
- 5. All the remaining property and assets of the corporation have been distributed to the sole shareholder.
- 6. There are no actions pending against_the corporation in any court.
- 7. Adequate provision has been made for the satisfaction of any judgment, order or decree which may be entered against the corporation in any pending action.
- 8. A copy of the resolution by the sole director to dissolve is attached. This resolution was adopted by the sole shareholder on April 30, 2001.

IN WITNESS WHEREOF, the undersigned, being the President of the corporation has executed these Articles of Dissolution this day of May, 2001.

ws, inc. of sarasota

MELISSA D. SARGENT

President

ACTION BY WRITTEN CONSENT OF SOLE SHAREHOLDER AND SOLE DIRECTOR IN LIEU OF SPECIAL MEETING OF

WS, INC. OF SARASOTA

The undersigned, being the sole shareholder and director of the above-named corporation, a Florida corporation, does hereby consent in writing to the adoption of the following resolutions, taking the action in lieu of a special meeting of the corporation as permitted by Sections 607.0821 and 607.0704 of the Florida Statutes.

RESOLVED AS FOLLOWS:

- 1. That a Plan of Complete Liquidation and Dissolution, hereinafter referred to as the "Plan", for the purpose of effecting the complete liquidation and dissolution of the corporation in accordance with Sections 331 and 336 of the Internal Revenue Code and Section 607 of the Florida Statutes, is hereby ratified and affirmed.
- 2. That following the adoption of the Plan, the Corporation shall not engage in any business activities except for the purpose of preserving the value of its assets, adjusting and winding up of its business and affairs, and distribution of its assets in accordance with the Plan.
- 3. That the Officers shall set aside a reserve fund in an amount estimated by the accountants of the corporation to be sufficient to pay all unpaid income taxes and state taxes, and accounting expenses and legal expenses in connection therewith. Any amount remaining in the reserve fund after the payment of such taxes and expenses shall be distributed to the Shareholders.
- 4. That the sole Director and Officers shall, within thirty (30) days of the adoption of the Plan, execute and file Treasury Department Form 966, and in due time, all other returns, documents and information required to be filed by reason of the complete

liquidation of the corporation. The effective date of the dissolution shall be the date of filing of the Articles of Dissolution with the Secretary of State.

5. That the sole Director and the Officers of the corporation shall carry out and consummate the Plan, and shall have the power to adopt all resolutions, execute all documents and file all papers, and take all other action they deem necessary or desirable for the purposes of effecting the dissolution of the corporation and the complete liquidation of its business and affairs.

DATED: April 30, 2001

MELISSA D. SARGENT

Sole Shareholder and Director