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**STRAUS & EISLER, P.A.**  
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*(offices also located in Weston, Florida)*

July 31, 2001

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-08/03/01--01043--002  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Secretary of State  
Division of Corporation  
P.O. Box 6327  
Tallahassee, Florida 32314

Re: Lunis Corp.

Dear Sir or Madam:

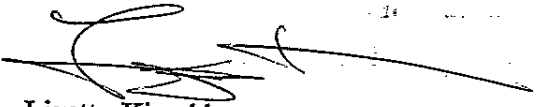
In connection with the above referenced corporation, we enclose the following:

- 1) Articles of Dissolution;
- 2) Minutes of Shareholders Meeting;
- 3) Minutes of Board of Directors Meeting dated August 21, 2000;
- 4) Minutes of Board of Directors Meeting dated May 31, 2001;
- 5) Shareholders Ratification of Directors Meeting.
- 6) Our check in the amount of \$35.00 representing the filing fee.

If you have any questions, please call.

Sincerely,

*Diss*  
*8-9-01*  
*pts*

  
Lizette Kirschbaum  
Legal Assistant  
LK/lk  
cc: As stated

FILED  
01 AUG -3 PM 3:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF DISSOLUTION**

**OF**

**LUNIS CORP.**

**FILED**  
01 AUG -3 PM 3:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Under Florida Statute 607.1403, the following shall constitute Articles of  
Dissolution of LUNIS CORP., a corporation organized under the laws of the State of  
Florida.

**ARTICLE I. NAME**

The name of the corporation to be dissolved is:

**LUNIS CORP.**

**ARTICLE II. OFFICERS AND DIRECTORS**

The Officers and Directors of the Corporation are:

President & Director:

**Marcos E. Chaitman**

c/o 3409 N.E. 169th Street  
North Miami Beach, Florida  
33160

Vice-President, Secretary, Treasurer & Director:

**Monica R. Terdjeman Garazi de Chaitman**

c/o 3409 N.E. 169th Street  
North Miami Beach, Florida  
33160

Vice-President:

**Veronica Ben-Nissan**

c/o 3409 N.E. 169th Street  
North Miami Beach, Florida  
33160

**ARTICLE III. CORPORATE STATUS**

All debts, obligations, and liabilities of the Corporation have been paid or discharged and/or adequate provision therefor has been made.

There are no actions pending against the Corporation.

The Shareholders of the Corporation have adopted a Resolution of Dissolution dated May 31, 2001, which is attached hereto and made a part hereof.

**ARTICLE IV. DATE OF DISSOLUTION**

The date of dissolution of the corporation is the later of May 31, 2001 or the filing of the Articles of Dissolution with the Secretary of State.

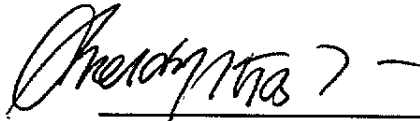
The undersigned has executed these Articles of Dissolution on this 31st day of May, 2001.

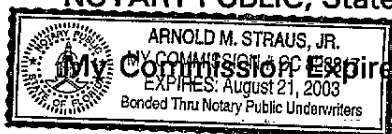
  
\_\_\_\_\_  
MARCOS E. CHAITMAN, President

STATE OF FLORIDA

COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 31st day of May, 2001 by Marcos E. Chaitman, as President, who showed a driver's license for identification.

  
\_\_\_\_\_  
NOTARY PUBLIC, State of Florida

 ARNOLD M. STRAUS, JR.  
MY COMMISSION EXPIRES: August 21, 2003  
Bonded Thru Notary Public Underwriters

**MINUTES OF SHAREHOLDERS MEETING OF  
LUNIS CORP.**

The initial meeting of the Shareholders of LUNIS CORP. was held on August 21, 2000 at 10:00 a.m. at 2875 NE 191 Street, PH-3A, Aventura, Florida. All of the shareholders were in attendance either in person or by telephone: Marcos E. Chaitman, Monica R. Terdjeman Garazi de Chaitman.

Upon, motion, second, and unanimous vote, the following directors and officers were elected:

President: Marcos E. Chaitman

Vice-President: Monica R. Terdjeman Garazi de Chaitman

Secretary/Treasurer: Monica R. Terdjeman Garazi de Chaitman

Directors: Marcos E. Chaitman and Monica R. Terdjeman Garazi de Chaitman

There being no further business, the meeting was adjourned at 10:10 a.m.



MARCOS E. CHAITMAN, PRESIDENT

**MINUTES OF BOARD OF DIRECTORS MEETING OF  
LUNIS CORP.**

The initial meeting of the Board of Directors of LUNIS CORP. was held on August 21, 2000 at 10:15 a.m. at 2875 NE 191 Street, PH-3A, Aventura, Florida. All of the directors were in attendance either in person or by telephone: Marcos E. Chaitman, Monica R. Terdjeman Garazi de Chaitman.

Upon, motion, second, and unanimous vote, the following resolution was adopted:

RESOLVED, that Veronica Ben-Nissan has acquired real property located at 2685 NE 165 Street, North Miami Beach, Florida on behalf of the corporation, prior to its incorporation, and Veronica Ben-Nissan shall transfer the subject property to the corporation. The corporation, through its shareholders advanced \$200,000.00 plus closing costs to Veronica Ben-Nissan to acquire the subject property.

Upon, motion, second, and unanimous vote, the following resolution was adopted:

RESOLVED, that Veronica Ben-Nissan shall be appointed by the corporation under a Power of Attorney to improve the subject property and sell the subject property, and she is authorized to execute and deliver Contract for Sale, Warranty Deed, Bill of Sale, Affidavits, closing documents, and closing statements, as required to convey the subject property.

There being no further business, the meeting was adjourned at 10:25 a.m.

  
\_\_\_\_\_  
MARCOS E. CHAITMAN, PRESIDENT

**MINUTES OF BOARD OF DIRECTORS MEETING OF  
LUNIS CORP.**

The meeting of the Board of Directors of LUNIS CORP. was held on May 31, 2001 at 8:30 a.m. at 10081 Pines Boulevard, Suite C, Pembroke Pines, Florida. All of the directors were in attendance either in person or by telephone: Marcos E. Chaitman, Monica R. Terdjeman Garazi de Chaitman.

The Chairman reported as follows:

The corporation acquired real property located at 2685 NE 165 Street, North Miami Beach, Florida, for a purchase price of \$200,000.00, the corporation incurred expenses for closing in the amount of \$5,000.00, and improvements in the amount of \$35,000.00. The Corporation authorized the payment of management fees to Meir Ben-Nissan and Veronica Ben-Nissan in the amount of \$28,500.00. The corporation sold the property for a gross price of \$299,000.00, and incurred net expenses of approximately \$21,600.00. The balance remains in the corporate bank account.

Upon, motion, second, and unanimous vote, the following resolution was adopted:

RESOLVED, that Lunis Corp. shall execute Articles of Dissolution to dissolve the corporation, with adequate provisions being made for payment of professional fees, income taxes, and any balance being returned to the shareholders.

There being no further business, the meeting was adjourned at 8:45 a.m.

  
\_\_\_\_\_  
MARCOS E. CHAITMAN, PRESIDENT

## SHAREHOLDERS RATIFICATION OF DIRECTORS MEETING

The meeting of the shareholders of LUNIS CORP. was held on May 31, 2001 at 8:45 a.m. at 10081 Pines Boulevard, Suite C, Pembroke Pines, Florida. All of the shareholders were in attendance either in person or by telephone: Marcos E. Chaitman, Monica R. Terdjeman Garazi de Chaitman.

Upon, motion, second, and unanimous vote, the following resolution was adopted:

RESOLVED, that Lunis Corp. shall execute Articles of Dissolution to dissolve the corporation, with adequate provisions being made for payment of professional fees, income taxes, and any balance being returned to the shareholders.

There being no further business, the meeting was adjourned at 8:55 a.m.

  
A handwritten signature in dark ink, appearing to read 'M. Chaitman', is written over a horizontal line.

MARCOS E. CHAITMAN, PRESIDENT