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LAW OFFICES OF

GOULD COOKSEY FENNELL, P.A.

JOHN R. GOULD (1921-1988)
DARRELL FENNELL (1937-2004)
BYRON T. COKSEY
EUGENE J. O'NEILL*
CHRISTOPHER H. MARINE
DAVID M. CARTER
TODD W. FENNELL, LL.M.

979 BEACHLAND BOULEVARD VERO BEACH, FLORIDA 32963 TELEPHONE: (772) 231-1100 FAX: (772) 231-2020 TROY B. HAFNER, LL.M. **
BRIAN J. CONNELLY
SANDRA G. RENNICK
CLINT S. MALONE (1974 – 2007)
WILLIAM N. KIRK, LL.M.
JASON L. ODOM
CHRISTOPHER K. PEGG, LL.M.

**FL. BOARD CERTIFIED WILLS, TRUSTS AND ESTATES

*FL. BOARD CERTIFIED
CIVIL TRIAL AND BUSINESS LITIGATION

March 6, 2009

Via Certified Mail, Return Receipt Requested Receipt No. 7007 0710 0000 8067 5114

Amendment Section Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

RE:

Vigneault & Hoos Architecture, Inc.

Document No. P01000016639

Ladies and Gentlemen:

Enclosed please find Articles of Dissolution for filing along with our firm's check in the amount of \$35.00 representing the filing fee.

Please return all correspondence concerning this matter to the following:

William N. Kirk, Esq. Gould Cooksey Fennell, P.A. 979 Beachland Blvd. Vero Beach, FL 32963

For further information concerning this matter, please call me at 772-231-1100.

Sincerely,

William N. Kirk

WNK:bdh

ARTICLES OF DISSOLUTION of

VIGNEAULT & HOOS ARCHITECTURE, INC.



Pursuant to section 607.1403, Florida Statutes, this Florida profit corporation the following articles of dissolution:

1. The name of the corporation as currently filed with the Florida Department of State is

VIGNEAULT & HOOS ARCHITECTURE, INC.

- 2. The document number of the corporation is P01000016639, filed on February 12, 2001.
- 3. The date the dissolution was authorized December 31, 2008.
- 4. Adoption of Dissolution: was approved by the sole shareholder. The number of votes cast for dissolution was sufficient for approval.

MARK J. VIGNEAULT President and Director

UNANIMOUS CONSENT OF THE BOARD OF DIRECTORS AND SOLE SHAREHOLDER OF

VIGNEAULT & HOOS ARCHITECTURE, INC.

December 31, 2008



The undersigned director and sole shareholder of VIGNEAULT & HOOS ARCHITECTURE, INC., a Florida corporation (the "Corporation"), organized under the Florida Business Corporation Act (the "Act"), being the sole director and sole shareholder of the Corporation, does hereby consent to, ratify, adopt and confirm the resolution(s) set forth below, to be given the same force and effect as if duly authorized and unanimously adopted at a joint special meeting of the Board of Directors and Shareholders of the Corporation duly held and attended by such director and shareholder on the date set forth above, all in accordance with the Act and the Bylaws of the Corporation.

RESOLUTIONS

WHEREAS, the undersigned, being the sole director and sole shareholder of VIGNEAULT & HOOS ARCHITECTURE, INC., acknowledge that it is advisable and desirable that VIGNEAULT & HOOS ARCHITECTURE, INC., a Florida corporation, be liquidated and dissolved.

NOW, THEREFORE,

BE IT RESOLVED that VIGNEAULT & HOOS ARCHITECTURE, INC., a Florida corporation, be liquidated and,

- 1. As soon as possible, the Corporation shall cease doing business.
- 2. The Corporation shall pay all of its remaining debts and liabilities of whatever kind and nature.
- 3. The shareholder shall surrender to the Corporation all of his respective certificates of stock duly endorsed; and the corporation shall be dissolved as soon thereafter as is practicable.
- 4. The Corporation shall cause the said stock certificates to be cancelled forthwith upon such surrender.
- 5. The Corporation and its officers and director shall cease to do business, shall wind up its affairs, shall complete its liquidation and shall terminate the corporate existence of the Corporation and bring about its dissolution under the laws of the State of Florida as soon as is practical and feasible.

6. The proper officers of the Corporation be, and they hereby are, authorized and directed to pay all such fees and taxes and to do or cause to be done such other acts and things as they may deem necessary or proper in order to carry out the liquidation and dissolution of the Corporation and to fully effectuate the purposes of this resolution.

BE IT FURTHER RESOLVED, that all actions previously taken by any of the officers of the Corporation in connection with the foregoing resolution(s) are hereby adopted, ratified, confirmed and approved in all respects as the acts and deeds of the Corporation.

IN WITNESS WHEREOF, the undersigned has executed this Unanimous Consent, which shall be filed as part of the records of the Corporation as of the date set forth above.

SOLE SHAREHOLDER AND SOLE DIRECTOR:

MARK J. VIGNEAULT