



P01000090783

ACCOUNT NO. : 072100000032

REFERENCE : 405927 7117422

AUTHORIZATION

COST LIMIT : \$ 43.75

Patricia Pigato

FILED
02 FEB 20 PM 3:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : February 20, 2002

ORDER TIME : 1:26 PM

ORDER NO. : 405927-005

CUSTOMER NO: 7117422

CUSTOMER: Ms. E. Gale Brock
Katz & Green
1 Florida Park Drive South
Palm Coast, FL 32137

RECEIVED
02 FEB 20 PM 1:53
DEPARTMENT OF STATE
DIVISION OF CORPORATE
TALLAHASSEE, FLORIDA

DOMESTIC FILINGS

100004861821--5

NAME: QUESTECH CORP.

FILE FIRST

XX ARTICLES OF DISSOLUTION

G. Coulliette FEB 27 2002

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Norma Hull - EXT# 1115

EXAMINER'S INITIALS: _____

*02250, 02575, 00705, 00672



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

February 22, 2002

CSC-Norma Hull
1201 Hays Street
Tallahassee, FL 32301

RESUBMIT
Please give original
within date as file date.

SUBJECT: QUESTECH CORP.
Ref. Number: P01000090783

We have received your document for QUESTECH CORP. and the authorization to debit your account in the amount of \$43.75. However, the document has not been filed and is being returned for the following:

The name of the person signing the document must be typed or printed beneath or opposite the signature.

Your document is being returned as requested.

If you have any questions concerning the filing of your document, please call (850) 245-6907.

Annette Ramsey
Corporate Specialist

Letter Number: 602A00011096

RECEIVED
02 FEB 27 AM 11:27
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF DISSOLUTION

QUESTECH CORP., a Florida Corporation, executes the following Articles of Dissolution pursuant to Section 607.1403, Florida Statutes:

1. The name of the Corporation is QUESTECH CORP..
2. The dissolution of the Corporation was authorized by written action of the Directors and Shareholders dated the 31st day of January, 2002.
3. The number of shares voting for dissolution of the corporation was sufficient for approval.

IN WITNESS WHEREOF the Corporation has set its hand and seal on this 8 day of February, 2002.

QUESTECH CORP.

BY: 

FREDERICK R. EWAN, President

FILED
02 FEB 20 PM 3:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**WRITTEN ACTION OF DIRECTORS AND SHAREHOLDERS AUTHORIZING
DISSOLUTION AND LIQUIDATION OF THE CORPORATION**

THE UNDERSIGNED, being all of the Directors and Shareholders of QUESTECH CORP., a Florida Corporation, acting pursuant to authority granted under Section 607.1402 (2)(6), Florida Statutes, hereby take the following actions:

RESOLVED: that the corporation be liquidated in accordance with Section 333 of the United States Internal Revenue Code; and further

RESOLVED, that in accordance with said plan of liquidation, the officers, directors and accountants of the corporation be and they are hereby authorized to take the following actions:

1. File the appropriate forms with the Internal Revenue Service as determined by the corporation's accountants;
2. Transfer all assets of the corporation to the shareholders;
3. Distribute all assets of the corporation subject to any unpaid liabilities in reduction and cancellation of all outstanding stock of the corporation;
4. File the Articles of Dissolution with the Secretary of State of Florida in Tallahassee, Florida;
5. File all other forms and documents required by the State of Florida and the United States of America, including all requisite tax returns, as soon as practicable after the distribution of corporate assets; and
6. Provide for payment of any indebtedness owed by the Corporation to any creditors or lienors thereof.

FURTHER RESOLVED, that all actions taken by the officers and directors in connection with the above and foregoing are hereby ratified and confirmed in all respects.

DATED this 31st day of January, 2002.


FREDERICK R. EWAN
DIRECTOR/SHAREHOLDER


ROBERT E. OZIMEK
DIRECTOR/SHAREHOLDER