

PD1000100039

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP     WAIT     MAIL

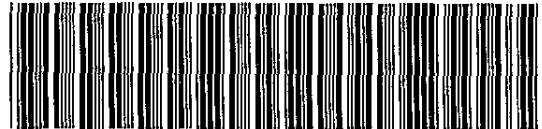
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



600047547626

03/04/05--01049--002 \*\*35.00

CLERK OF STATE  
TALLAHASSEE, FLORIDA

05 MAR -4 AM 11:35

FILED

Ps 3/10/05  
Rev of Diss

# Holland+Knight

Tel 703 720 8600  
Fax 703 720 8610

Holland & Knight LLP  
1600 Tysons Boulevard  
Suite 700  
McLean, VA 22102-4867  
www.hklaw.com

Lauri Pizzano Haught  
703 720 8643  
lauri.pizzanohaught@hklaw.com

March 3, 2005

VIA UPS

Florida Department of State  
Division of Corporations  
Amendment Section  
409 E. Gaines Street  
Tallahassee, Florida 32399

Re: Revocation of Articles of Dissolution

Dear Sir or Madam:

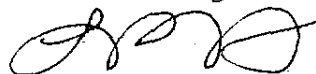
Enclosed please find the Articles of Revocation of Dissolution of Home Depot Incentives, Inc. for filing with the Department of State along with the filing fee of \$35.00. As required, attached to the Articles of Revocation is a copy of the Articles of Dissolution of the Company which was assigned document number P01000100039 by the state of Florida.

All correspondence concerning this matter should be mailed to my attention at the following address:

Lauri Pizzano Haught  
Holland & Knight LLP  
1600 Tysons Boulevard, Suite 700  
McLean, Virginia 22102

Please contact me at (703) 720-8643 if you have any questions.

Sincerely,  
Holland & Knight LLP



Lauri Pizzano Haught  
Paralegal

Enclosures

# 2663284\_v1

#9  
**FILED**

05 MAR -4 AM 11:35

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF REVOCATION OF DISSOLUTION  
OF  
HOME DEPOT INCENTIVES, INC.  
(a Florida corporation)**

Pursuant to section 607.1404, Florida Statutes, this Florida profit corporation revokes its Articles of Dissolution prior to the expiration of 120 days following the effective date (or file date, if no effective date) of the Articles of Dissolution:

FIRST: The name of the corporation is Home Depot Incentives, Inc.

SECOND: The document number of the corporation is P01000100039.

THIRD: The effective date of the Articles of Dissolution filed with the Florida Department of State was January 13, 2005.

FOURTH: The Revocation of Dissolution was authorized on February 25, 2005.

FIFTH: Adoption of Revocation of Dissolution:

The board of directors revoked the dissolution.

The incorporators revoked the dissolution.

The board of directors revoked the dissolution authorized by the shareholders and revocation was permitted by action by the board of directors alone pursuant to that authorization.

The shareholders revoked the dissolution and the number of votes cast was sufficient for approval.

The shareholders revoked the dissolution by voting groups - the number of votes cast by \_\_\_\_\_ was sufficient for approval. (voting group)

SIXTH: A copy of the Articles of Dissolution is attached hereto as Annex A.

*(Signature on following page.)*

The undersigned has executed these Articles of Revocation of Dissolution as of the 23rd day of February 2005.

**HOME DEPOT INCENTIVES, INC.,** a  
Florida corporation



By: Ellen Patricia Dracos  
Ellen Patricia Dracos,  
President

**ARTICLES OF DISSOLUTION  
OF  
HOME DEPOT INCENTIVES, INC.**

The undersigned, being the President of **HOME DEPOT INCENTIVES, INC.**, a Florida corporation (the "Company"), acting in accordance with resolutions adopted by the Board of Directors and Shareholders of the Company to dissolve the Corporation in accordance with the Florida Business Corporation Act, hereby submits the following:

**ARTICLE I**

The name of the corporation is **HOME DEPOT INCENTIVES, INC.**

**ARTICLE II**

The dissolution was authorized on December 31, 2004.

**ARTICLE III**

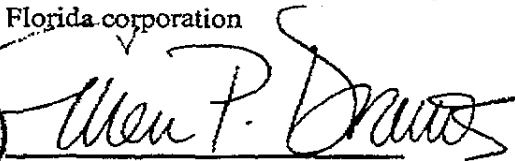
The dissolution was approved by a Written Consent in Lieu of a Special Meeting of the Shareholders and a Written Consent in Lieu of a Meeting of the Board of Directors of the Company on December 31, 2004, which constitute a sufficient number of votes cast for approval.

**ARTICLE IV**

These Articles of Dissolution shall be effective upon filing with the Secretary of State.

The undersigned, for the purpose of dissolving **HOME DEPOT INCENTIVES, INC.** under the laws of the State of Florida, has executed these Articles of Dissolution as of the 31 day of December, 2004.

**HOME DEPOT INCENTIVES, INC., a  
Florida corporation**

  
\_\_\_\_\_  
Ellen Patricia Dracos  
President



FILED  
05 JAN 13 PM 2:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## NOTICE OF CORPORATE DISSOLUTION

This notice is submitted by the dissolved corporation named below (the "Corporation") for resolution of payment of unknown claims against this Corporation as provided in Florida Statutes Section 607.1407.

This "Notice of Corporate Dissolution" is optional and is not required when filing a voluntary dissolution.

1. The name of the Corporation: Home Depot Incentives, Inc.
2. The date of dissolution will be the date the dissolution is filed with the Florida Department of State.
3. Description of information that must be included in a claim:  
Name of claimant, date of claim, event giving rise to claim, amount claimed, and name, address and telephone number of contact to whom the Corporation should reply regarding the claim.
4. Mailing address where claims can be sent: (Claims cannot be sent to the Division of Corporations):  
  
Home Depot Incentives, Inc.  
2455 Paces Ferry Road  
Atlanta, Georgia 30339.
5. A claim against the Corporation will be barred unless a proceeding to enforce the claim is commenced within 120 days after the filing of this notice. The Corporation or its successor entity may make distributions thereafter to other claimants and the Corporation's shareholders or persons interested as having been such without further notice.

The undersigned has executed this Notice of Corporate Dissolution as of the 31 day of December, 2004.

HOME DEPOT INCENTIVES, INC.,  
a Florida corporation



Ellen Patricia Dracos  
President