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**EFFECTIVE DATE**

2-28-05

FILED

05 FEB 12 PM 1:36

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Dissolution

T BROWN FEB 21 2005

**FEE & JEFFRIES, P.A.**  
ATTORNEYS AND COUNSELORS AT LAW  
BANK OF AMERICA PLAZA, SUITE 3000  
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February 8, 2005

**CERTIFIED MAIL  
RETURN RECEIPT REQUESTED**

Department of State  
Division of Corporations  
Corporate Filings  
Post Office Box 6327  
Tallahassee, Florida 32314

Re: Articles of Dissolution for Cape Strategies, Inc., Document No. P02000032685  
Articles of Incorporation for Cape Strategies, Inc., a new Florida corporation

Dear Sir or Madam:

Enclosed please find the following documents to be filed with the Florida Secretary of State, effective as of February 28, 2005, and the accompanying filing fees:

1. Articles of Dissolution for Cape Strategies, Inc. (Document No. P02000032685), along with a check in the amount of \$35.00 for the filing fee; and
2. Articles of Incorporation for Cape Strategies, Inc., a new Florida corporation, along with a check in the amount of \$70.00 for the filing fee and designation of registered agent.

Please be advised that the shareholder of Cape Strategies, Inc. (Document No. P02000032685) hereby authorizes the use of the name Cape Strategies, Inc. by the new Florida corporation, which will be owned by related parties.

Also enclosed are photocopies of the Articles of Dissolution and the Articles of Incorporation. Please date-stamp and return these copies to me in the enclosed self-addressed, stamped envelope. Thank you for your attention to this matter.

Sincerely,



David M. Jeffries

enclosures

**EFFECTIVE DATE**

2-28-05

**ARTICLES OF DISSOLUTION  
OF  
CAPE STRATEGIES, INC.**

FILED  
05 FEB 12 PM 1:36  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, Robert C. Wright, Ph.D., certifies that he is the President of Cape Strategies, Inc., a Florida corporation (the "Corporation"), and further certifies each of the matters hereafter set forth is correct and complete:

1. The legal name of the Corporation is Cape Strategies, Inc.
2. Written action to dissolve the Corporation was taken by the Corporation's shareholders and directors on February 3, 2005, approving the dissolution of the Corporation effective as of February 28, 2005.
3. The Written action to dissolve the Corporation was approved by the holders of all issued and outstanding shares of the Corporation's common stock, representing sufficient votes to authorize such action. The Corporation has no voting groups other than the above referenced common stock shareholders.

WHEREFORE, the undersigned requests the Secretary of State, upon being satisfied that all statutory requirements have been complied with, to file these Articles of Dissolution with an effective date of February 28, 2005 in accordance with the provisions of the Florida Business Corporation Act.

DATED: February 3, 2005

Cape Strategies, Inc.

By: \_\_\_\_\_

Robert C. Wright, Ph.D., President