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# MAY, MEACHAM & DAVELL

A PROFESSIONAL ASSOCIATION  
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ONE FINANCIAL PLAZA  
FORT LAUDERDALE, FLORIDA 33394-1697

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November 22, 2002

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

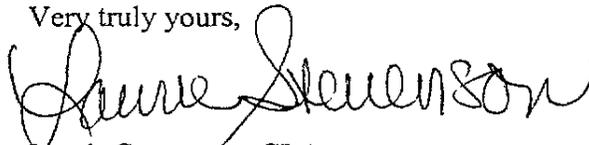
Re: **Oceania Builders, Inc.**  
**Our File No. 22-1159**

Dear Sir or Madam:

Enclosed please find an original and two copies of the Articles of Dissolution of Oceania Builders, Inc. and a check for \$35.00 to cover the filing of same. Please stamp one of the copies as 'filed' and return it to me in the enclosed, self-addressed, stamped envelope.

Should you have any questions or comments, please do not hesitate to contact me.

Very truly yours,



Laurie Stevenson, CLA  
For the Firm

/lbs  
Enclosures  
cc w/encl: Lisa Sax

**ARTICLES OF DISSOLUTION**  
**OF**  
**OCEANIA BUILDERS, INC.**

Pursuant to the provisions of Section 607.267 of the Florida General Corporation Act, the undersigned corporation adopts the following Articles of Dissolution for the purpose of dissolving the corporation:

1. The name of this corporation is **OCEANIA BUILDERS, INC.** .
2. The names and respective addresses of its Officers and Directors are:

**LISA A. SAX**  
**6611 N.W. 43<sup>rd</sup> Terrace**  
**Boca Raton, Florida 33496**

3. All debts, obligations and liabilities of the corporation have been paid or discharged or adequate provision has been made for them.
4. No property remained for distribution to the Shareholders after applying it to the payment of the liabilities and obligations of the corporation.
5. There are no actions pending against the corporation in any court.
6. An executed copy of the written consent of the Shareholders to dissolve is attached hereto. This written consent has been signed by all of the Shareholders of the corporation.

Dated: October 29, 2002

  
\_\_\_\_\_  
LISA A. SAX

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

STATE OF FLORIDA

SS.

COUNTY OF Palm Beach

I HEREBY CERTIFY that on this day before me, an officer duly authorized in the state aforesaid and in the county aforesaid to take acknowledgments, personally appeared LISA A. SAX, as President and Secretary of OCEANIA BUILDERS, INC., a Florida corporation, and that she acknowledged executing the foregoing instrument under authority duly vested in her by said corporation and that the seal affixed thereto is the true corporate seal of said corporation.

WITNESS my hand and official seal in the county and state aforesaid this 29 day of October, 2002

LINDA ADAMS  
NOTARY PUBLIC - STATE OF FLORIDA  
COMMISSION #DD153544  
EXPIRES 9/23/2006  
BONDED THRU 1-888-NOTARY1

*Linda Adams*

NOTARY PUBLIC

Print Name: Linda Adams

Commission No.: DD153544

My commission expires:

**IMPLEMENTATION OF RESOLUTION OF DISSOLUTION OF  
OCEANIA BUILDERS, INC.**

WHEREAS, the Shareholders of **OCEANIA BUILDERS, INC.**, a Florida corporation, adopted a Resolution of Dissolution on ~~October 29, 2002~~ electing to dissolve the corporation and authorizing the directors to dissolve and liquidate said corporation;

**NOW, THEREFORE**, be it:

**RESOLVED**, that the President or Secretary of **OCEANIA BUILDERS, INC.** is authorized to take all actions necessary to wind up the affairs of the corporation, including the lease, sale, conveyance or assignment of any or all of the corporation's assets and to execute any documents or instruments necessary and incident thereto;

**FURTHER RESOLVED**, that the President or Secretary of **OCEANIA BUILDERS, INC.** is authorized and directed to distribute the assets of the corporation in accordance with the terms and on the conditions set forth in a plan of liquidation adopted by the Board of Directors on October 29, 2002.

**FURTHER RESOLVED**, that the President or Secretary is authorized and required to execute all documents, instruments, reports, tax returns, certificates and affidavits required by any federal, state or local government in connection with or by reason of the liquidation and dissolution of the corporation on behalf of the corporation, including the Internal Revenue Service;

**FURTHER RESOLVED**, that the President or Secretary of **OCEANIA BUILDERS, INC.** is authorized and required to file all documents required by law to be filed in order to effect the dissolution of the corporation.

The undersigned being all of the directors of **OCEANIA BUILDERS, INC.** hereby authorizes by her signature below, the above Resolution. This unanimous written consent may be executed in one or more original counterparts, all of which together shall be one and the same instrument.

IN WITNESS WHEREOF, the undersigned director has hereunto set her hand and seal this 29 day of October, 2002.

Witnesses:

LISA Sax  
Print Name:

LISA A. SAX

\_\_\_\_\_  
Print Name: