P02000117691

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Law Offices . Jenny Green, P.S. .

DADELAND TOWERS NORTH
SUITE 700
9200 SOUTH DADELAND BOULEVARD
MIAMI, FLORIDA 33156

TELEPHONE 13051 670-8206 TELECOPIER (3051 670-5183 E-MAIL JGREENPA@aol.com

October 20, 2004

Secretary of State Florida Department of State R. A. Gray Building 500 S. Bronough Tallahassee, FL 32399-0250

ATTENTION: THELMA LEWIS

Re: G.D'P. Library & Bookstore Inc.

Dear Ms. Lewis:

Enclosed please find our check no. 10527 in the amount of \$35.00 for the filing fee of the dissolution of the above named corporation.

Thank you in advance for your assistance.

Yery truly yours,

Secretary to JERRY GREEN

:ncn

Enclosures as stated

Law Offices Jenny Green, P.A.

DADELAND TOWERS NORTH
SUITE 700
9200 SOUTH DADELAND BOULEVARD
MIAMI, FLORIDA 33156

TELECOPIER 1305: 670-8206
TELECOPIER 1305: 670-5:83
E-MAIL JGREENPA@aol.com

October 14, 2004

Secretary of State Florida Department of State R. A. Gray Building 500 S. Bronough Tallahassee, FL 32399-0250-

Re:

G.D'P. Library & Bookstore Inc. Document No: P02000117691

Dear Sir,

Please find the enclosed Articles of Dissolution pursuant to Section 6097.1403, F.S., on the above referred to corporation as well as other related documents relative to the dissolution, and my check no. 10517 in the amount of \$18.75. I would appreciate very much you rendering a Certificate of Dissolution and forwarding a certified copy of such document to me as soon as possible. I would appreciate if the effective date would be September 30, 2004.

Thank you very much for your prompt attention to this matter and if you have any questions please do not hesitate to contact me.

/_/

JERRY ØREF

JG:ncn Enclosures as stated

ARTICLES OF DISSOLUTION PURSUANT TO SECTION 6097.1403 OF THE FLORIDA BUSINESS CORPORATION ACT OF

G.D'P. LIBRARY & BOOKSTORE, INC.

TO: DEPARTMENT OF STATE TALLAHASSEE, FLORIDA 32314

DATE PAID FILING FEE \$

Pursuant to the provisions of §6097.1403 of the Florida Business Corporation Act, the undersigned corporation adopts the following Articles of Dissolution for the Purpose of Dissolving the Corporation:

- 1. The name of the corporation is G.D'P' LIBRARY & BOOKSTORE, INC.
- 2. The names and respective addresses of the officers of the corporation are as follows:

Name	Office	Address
Antonio Mattia	President	185 S. W. 130 Avenue Miami, FL 33184
Michael Mattia	Vice President	185 S. W. 130 Avenue Miami, Florida 33184
Elva Mattia	Secretary	185 S. W. 130 Avenue Miami, FL 33184
Marc A. Mattia	Treasurer	15365 S. W. 104 Street Unit 3 Miami, FL 33196

3. The name and respective addresses of Directors of the corporation are as follows:

Antonio Mattia

185 S. W. 130 Avenue Miami, FL 33184

- 4. The name and respective addresses of the Shareholders of the corporation are as follows: Antonio Mattia, 185 S. W. 130 Avenue, Miami, FL 33184
 - 5. Dissolution was authorized on September 30th, 2004.

- 6. One Hundred percent (100%) of the shareholders approved the dissolution, which number was sufficient for approval.
 - 7. All liabilities and obligations of the corporation have been paid or discharged.
- 8. All the property and assets of the corporation remaining after the payment of all debts, obligations and liabilities of the corporation, have been distributed among its shareholders in accordance with their respective rights and interests.
 - 9. There are no actions pending against the corporation in any court.
- 10. The corporation elected to dissolve by unanimous written consent of its shareholders, and such written consent has been signed by all shareholders of the corporation. A copy of the written consent is attached to these Articles.

DATED this 30th day of September, 1996.

Page 2 of 2

NOTICE TO CREDITORS

(F.S. 607.1405 AND 607.1406)

To the Creditors of G'D'P. LIBRARY & BOOKSTORE, INC.:

The Directors and Shareholders of the above corporation have adopted a Resolution to voluntarily dissolve the corporation.

The corporation will proceed to collect its assets, convey and dispose of such of its property as is not to be distributed in kind to its shareholders, and pay, satisfy or discharge its liabilities and obligations or make adequate provisions for payment and discharge thereof, and do all other acts required to liquidate its business and affairs.

DATED: this 30th day of September, 2004.

ELVA MATTIA, Secretary

WRITTEN CONSENT OF THE SHAREHOLDERS AND DIRECTORS IN LIEU OF SPECIAL MEETING OF THE SHAREHOLDERS AND BOARD OF DIRECTORS PURSUANT TO SECTION 607.704 AND 607-0821 OF THE FLORIDA BUSINESS CORPORATION ACT OF G.D'P. LIBRARY & BOOKSTORE, INC., a Florida Corporation

The undersigned, being all the Shareholders and Directors of the above named corporation, hereby take the following actions by written consent in lieu of a Special Meeting of the Board of Directors and Shareholders:

RESOLVED, that the corporation be liquidated in accordance with the provisions of Section of the Internal Revenue Code of 1954, as amended, and further

RESOLVED, that in accordance with such plan of liquidation, the officers, directors and the accountant for the corporation be and they hereby are authorized and directed to:

- 966, if applicable
 1. file Form 1128 & within 2mo 15 days after the date hereof with the District Director of Internal Revenue Service at Chamblee, Georgia, together with a copy of this consent,
 - 2. transfer all of the assets of the corporation to the shareholders of the corporation;
- 3. distribute all the assets subject to any unpaid liabilities in reduction and cancellation of all the outstanding stock of the corporation,
 - 4. file a Certificate of Dissolution with the Secretary of State in Tallahassee, Florida,
- 5. file all other forms and documents required by the State of Florida and the Federal Government, including all required tax returns, a soon as possible after the distribution of the corporate assets, and
- 6. provide for the payment of any indebtedness owed by the corporation to any creditors and/or lienors, and

FURTHER RESOLVED, that all actions taken on behalf of this corporation by the officers and directors in connection with the foregoing determination to liquidate and dissolve the corporation, the possible sale or distribution of its assets, be and the same are hereby ratified and confirmed in all respects.

DATED: September 30th, 2004.

Antonio Mattia, Shareholder and Director

AFFIDAVIT TO SECRETARY OF STATE RE LIQUIDATION

WE, ANTONIO MATTIA and ELVA MATTIA, the President and Secretary of G.D'P. LIBRARY & BOOKSTORE, INC., in accordance with the requirements of the Business Corporation Act of the State of Florida, and in order to obtain the dissolution of said corporation, as provided by said Law, DO HEREBY CERTIFY AS FOLLOWS:

The principal office of G.D'P. LIBRARY & BOOKSTORE, INC., in the State of Florida is at 13926 S. W. 47 Street, Miami, Miami-Dade County, Florida 33175, and the President in charge thereof, upon whom process against this corporation may be served at said address is ANTONIO MATTIA.

The dissolution of said G.D'P. LIBRARY & BOOKSTORE, INC., has been duly authorized in accordance with the provisions of the Business Corporation Act of the State of Florida.

The following is a list of the names and residence addresses of the stockholders of said corporation:

NAME

RESIDENCE

Antonio Mattia

185 S. W. 130 Avenue Miami, FL 33184

The following is a list of the names and residence addresses of the directors of the said corporation:

NAME

RESIDENCE

Antonio Mattia

185 S. W. 130 Avenue Miami, FL 33184 The following is a list of the names and residence addresses of the officers of the corporation:

<u>NAME</u>	<u>RESIDENCE</u>
Antonio Mattia - President	185 S. W. 130 Avenue Miami, FL 33184
Michael Mattia - Vice-President	185 S. W. 130 Avenue Miami, FL 33184
Elva Mattia - Secretary	185 S. W. 130 Avenue Miami, FL 33184
Marc A. Mattia - Treasurer	15365 S. W. 104 Street Unit 3 Miami, FA 33196
DATED this 30th day of September,	

Antonio Mattia, President and Director,

Stockholder

Michael Matfia Vice-President

wa Mattia Secretary

Marc A. Mattia Treasurer

(CORPORATE SEAL)