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BOOTH AND COOK, P.A. ATTORNEYS AT LAW

STEPHEN C. BOOTH J. HARRIS COOK

Ridgewood Executive Center 7510 Ridge Road Port Richey, Florida 34668 Telephone: 727/842-9105

Fax: 727/848-7601

March 11, 2005

Florida Dept. of State Corporate Division Post Office Box 6327 Tallahassee, FL 32314

Re: SHRIMPY BUSINESS, INC.

To Whom It May Concern:

Enclosed herein please find the following:

- 1. Original and copy of Articles of Dissolution, together with copy of Unanimous Consent of Shareholders dated March 11, 2005.
- 2. Check in the amount of \$35.00 representing \$35.00 to cover the filing fee.

I would request that you please return the enclosed copy of Articles to me indicating the date of filing.

With kindest regards, I am,

Sincerely yours,

J. HARRIS COOK

JHC/rb Enclosures

ARTICLES OF DISSOLUTION

OF

SHRIMPY BUSINESS, INC.

ARTICLE I.

The name of the corporation to be dissolved is SHRIMPY BUSINESS, INC.

ARTICLE II.

The date of issuance of the Certificate of Incorporation of **SHRIMPY BUSINESS, INC.**, formerly known as Quality Custom Homes, Inc., was May 9, 2003.

ARTICLE III.

100% of the shareholders of SHRIMPY BUSINESS, INC. have given their written consent to the dissolution of SHRIMPY BUSINESS, INC.

ARTICLE IV.

The authorized date of the dissolution is upon filing of the Articles of Dissolution by the Florida Department of State.

IN WITNESS WHEREOF, the undersigned, representing all of the shareholders of SHRIMPY BUSINESS, INC. have set their hands and seals this ______ day of March, 2005, at Port Richey, Florida.

WALTER H. BALCERAK, President

LINDA M. BALCERAK, Secretary

(SEAL)

(SEAL)

STATE OF STA

STATE OF FLORIDA COUNTY OF PASCO

BEFORE ME, the undersigned authority, personally appeared, Walter H. Balcerak, as President, and Linda M. Balcerak, as Secretary, who are personally known to me and representing all of the shareholders of **Shrimpy Business, Inc., a Florida Corporation**, and they acknowledged before me that they executed the foregoing Articles of Dissolution for the reasons therein expressed, this day of March, 2005.

NOTARY PUBLIC:

(Print, type or stamp name of Notary) (Commission Number and Expiration Date)

ROXANNE BARTZ
MY COMMISSION # DD 090940
EXPIRES: April 14, 2006
Bonded Tirru Notary Public Underwriters

PREPARED BY: J. HARRIS COOK, Esquire Florida Bar Number 133564 Booth & Cook, P.A. 7510 Ridge Road Port Richey, Florida 34668

Telephone: (727) 842-9105

UNANIMOUS CONSENT OF SHAREHOLDERS

The undersigned shareholders of SHRIMPY BUSINESS, INC., a Florida Corporation, constituting all of the holders of record of all of the issued and outstanding shares of the corporation, waive prior notice of the shareholders' action taken without a meeting and without a vote and do unanimously approve and consent to the action as set forth below:

- 1. That the corporation shall be dissolved and the officers and directors are directed to take whatever action is necessary to dissolve the corporation.
- 2. That the corporation shall cease to carry on its business, except insofar as may be necessary to wind up the affairs of the corporation.
- 3. That the corporation shall collect its assets, convey and dispose of such of its properties not distributed in kind to its shareholders, and pay or discharge its liabilities and obligations, or make adequate provision for payment and discharge thereof, and to do all other acts required to liquidate the business and affairs of **SHRIMPY BUSINESS**, **INC.** in accordance with Florida Statutes 607.1406(10).
 - 4. That the corporation sell its assets for cash.

. . . .

- 5. That the corporation shall distribute the remainder of its assets, either in cash or in kind, among its shareholders according to their respective rights and interests after the period of time for filing claims or suits against the corporation in accordance with Florida Statutes.
- 6. That, after the above has been complied with, Articles of Dissolution of **SHRIMPY BUSINESS, INC.**, shall be filed with the State of Florida dissolving the corporation immediately.
 - 7. That losses on purchase of stock shall be treated as a 1244 election item.

The signing of this consent by the undersigned shall constitute full ratification of the action taken as set forth in the foregoing resolutions.

Consent dated: March 7, 2005.

WALTER H. BALCERAK, Shareholder

LINDA M. BALCERAK, Shareholder