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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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(Business Entity Name)

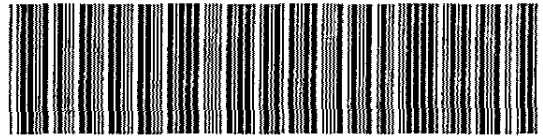
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BURT & FEATHER

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(352) 463-2348
fax (352) 463-6908

December 20, 2004

Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: Mountain Maintenance, Inc.

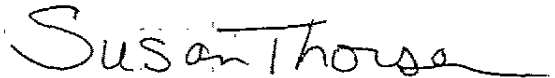
Gentlemen:

Enclosed please find the following regarding the referenced corporation:

1. Dissolution Agreement
2. Unanimous Written Consent
3. Articles of Dissolution
4. Check in the amount of \$35.00

By this letter, we are asking that the referenced corporation be dissolved.

Yours truly,



Susan Thorsen
Legal Assistant

/st

Enclosures

10094-doc

**ARTICLES OF DISSOLUTION PURSUANT TO SECTION
607.1403 OF THE FLORIDA BUSINESS CORPORATION
ACT OF MOUNTAIN MAINTENANCE, INC.**

To: Department of State
Tallahassee, Florida 32314

Date Paid:
Filing Fee \$35.00

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Pursuant to the provisions of Section 607.1403 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 **MOUNTAIN MAINTENANCE, INC.**
2. The names and respective addresses of the officers of the corporation are as follows:

Name	Office	Address
Kathleen C. DeLisi	Acting President	1058 Roaring Fork Rd
	Vice-President	Hot Springs, NC 28743

3. The names and respective addresses of the directors of the corporation are as follows:

Name	Address
Kathleen C. DeLisi	1058 Roaring Fork Rd Hot Springs, NC 28743

4. Dissolution was authorized on November 27, 2004.
5. The number of votes cast for dissolution was sufficient for approval.
6. All liabilities and obligations of the corporation have been paid or discharged or adequate provision has been made for the payment of all of the liabilities and obligations of the corporation.
7. All the property and assets of the corporation remaining after the payment of all debts, obligations, and liabilities of the

DISSOLUTION AGREEMENT
OF
THE SHAREHOLDERS OF
MOUNTAIN MAINTENANCE, INC.

On November 27th, 2004, in the City of Trenton, and County of Gilchrist, State of Florida, the undersigned shareholders and directors of **MOUNTAIN MAINTENANCE, INC.** agree that:

I have conducted business as a corporation under the same name of **MOUNTAIN MAINTENANCE, INC.**, and

The undersigned shareholders and directors want to withdraw from the corporation, and have agreed that the corporation will be dissolved and terminated.

As of today, all interest in the real and personal property owned by the corporation, if any, as part of the assets of the corporation will be liquidated promptly, terminated and closed.

Therefore, the corporation **MOUNTAIN MAINTENANCE, INC.** will be liquidated and dissolved as soon as possible, without causing loss to the undersigned shareholders and directors.

The net assets realized, if any, will be divided equally between us, after payment of all debts and expenses of liquidating all the assets and caring for all the property of the corporation.

Dated this 27th day of November, 2004.

Witness:

x Vaheria A. Calum
Witness

Kathleen C. DeLisi
Kathleen C. DeLisi

x Stanley J. Norton
Witness

corporation, have been distributed among its shareholders in accordance with their respective rights and interests.

8. There are no actions pending against the corporation in any court.

9. 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.

Executed this 27th day of November, 2004.


Mountain Maintenance, Inc.

By Kathleen C. DeLisi
Kathleen C. DeLisi,
Shareholder/Director

STATE OF North Carolina
COUNTY OF Madison

I HEREBY CERTIFY that on this day before me, an officer duly qualified to take acknowledgments, personally appeared, **KATHLEEN C. DeLISI**, to me known to be the person described in or who produced a driver's license as identification, and who executed the foregoing instrument and acknowledged before me that she executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 27 day of November, 2004.

Valeria A. Ealum
 VALERIA A. EALUM
NOTARY PUBLIC
NOTARIAL MADISON COUNTY, N.C.
My Commission Expires 8-28-2008

10094-001st

**UNANIMOUS WRITTEN CONSENT OF SHAREHOLDERS TO VOLUNTARY
DISSOLUTION OF MOUNTAIN MAINTENANCE, INC.**

I, the undersigned, being all of the shareholders of **MOUNTAIN MAINTENANCE, INC.**, a Florida corporation, consent to the voluntary dissolution of the corporation and authorize and direct the appropriate officers of the corporation to take all steps necessary or appropriate to carry out the intent of this resolution.

In assent to the above, each of the undersigned stockholders has signed his or her name and dated the signing opposite the number of shares of the corporation held by him or her of record on such date.

Signature	Date	Number of Shares
<u>Kathleen C. DeLisi</u> Kathleen C. DeLisi	<u>November 27</u> 2004	1,000

If the procedure is feasible under the circumstances, a corporation may be dissolved pursuant to the unanimous written consent of the shareholders, without director action.

10094-001st