

PD3000104965

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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

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1/8/08

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Carlson Brothers Roofing, Inc.

DOCUMENT NUMBER: P03000104965

The enclosed **Articles of Dissolution** and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Eric L. Rosenberg, Esq.
(Name of Contact Person)

5851 Holmberg Road
(Firm/Company)

Suite 523
(Address)

Parkland, Florida 33067
(City/State and Zip Code)

For further information concerning this matter, please call:

Eric L. Rosenberg at (954) 255-0983
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- \$35 Filing Fee \$43.75 Filing Fee & Certificate of Status \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed) \$52.50 Filing Fee, Certificate of Status & Certified Copy (Additional copy is enclosed)

MAILING ADDRESS:
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

STREET ADDRESS:
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

ARTICLES OF DISSOLUTION

Pursuant to section 607.1403, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST: The name of the corporation as currently filed with the Florida Department of State:

Carlson Brothers Roofing, Inc.

SECOND: The document number of the corporation (if known): PO3000104965

THIRD: The date dissolution was authorized: December 18, 2007

Effective date of dissolution if applicable: December 31, 2007
(no more than 90 days after dissolution file date)

FOURTH: Adoption of Dissolution (CHECK ONE)

Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.

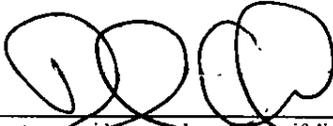
Dissolution was approved by the shareholders through voting groups.

The following statement must be separately provided for each voting group entitled to vote separately on the plan to dissolve:

The number of votes cast for dissolution was sufficient for approval by

_____ (voting group)

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Signature: 
(By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary)

Douglas Carlson
(Typed or printed name of person signing)

President / Director
(Title of person signing)

Filing Fee: \$35

**UNANIMOUS WRITTEN CONSENT OF THE BOARD OF DIRECTORS
OF CARLSON BROTHERS ROOFING, INC. IN LIEU OF MEETING**

The undersigned, being the sole member of the Board of Directors of Carlson Brothers Roofing, Inc., a Florida corporation (the "Corporation"), hereby takes the following actions pursuant to Chapter 607 of the Florida Statutes:

WHEREAS, the Board of Directors has decided to voluntarily dissolve the Corporation; and

WHEREAS, no debt of the Corporation remains unpaid;

NOW, it is therefore:

RESOLVED, that the President take all steps required and advisable to dissolve the Corporation, including filing Articles of Dissolution with the Florida Division of Corporations; and be it further

RESOLVED, that all documents executed and delivered by the President in connection with dissolving the Corporation are hereby authorized, adopted and approved, in such form and containing such terms and conditions as the President deems necessary, proper or advisable. The execution and delivery of any such document by the President shall conclusively establish his authority therefor and the approval and ratification by the Company thereof; and be it further

RESOLVED, that the President is hereby authorized and empowered to take such other actions and/or execute such documents as are necessary or appropriate to carry out the intent of the foregoing resolutions.

Dated as of December 18, 2007



Douglas Carlson
Sole Director