P04000114786

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COVER LETTER

TO: Amendment Section

Tallahassee, FL 32314

Division of Corporations SUBJECT: MR. PHANTON EXPRESS, INC. P04000114786 **DOCUMENT NUMBER:** The enclosed Articles of Dissolution and fee are submitted for filing. Please return all correspondence concerning this matter to the following: RICARDO M. LA TORRE (Name of Contact Person) MR. PHANTON EXPRESS, INC. (Firm/Company) 3630SS, 51st, Street (Address) 33619 ŤAMPA, ĖL (City/State and Zip Code) For further information concerning this matter, please call: at (_____) 813 247-2996

(Area Code & Daytime Telephone Number) RICARDO M. LA TORRE (Name of Contact Person) Enclosed is a check for the following amount: \$35 Filing Fee \$\times\$\$\\$43.75 Filing Fee & \$\Bigs\\$43.75 Filing Fee & \$\Bigs\\$52.50 Filing Fee, Certificate of Status Certified Copy Certificate of Status & (Additional copy is Certified Copy (Additional copy is enclosed) enclosed) **STREET ADDRESS: MAILING ADDRESS:** Amendment Section Amendment Section Division of Corporations **Division of Corporations** Clifton Building P.O. Box 6327

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:					
	MR. PHANTON EXPRESS, INC.					
SECOND:	The document number of the corporation (if known): P04000114786					
ΓHIRD:	The date dissolution was authorized: 5/14/2007					
	Effective date of dissolution if applicable: 5/31/2007 (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	SECRET TALLAHA	07 MAY 22			
	(voting group)	ARY OF SSEE. F	22 PM	1		
	and the state of t	STATE LORIDA	81:18			
	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)					
	RICARDO M. LA TORRE					
	(Typed or printed name of person signing)					
.÷Ĉ	PRESIDENT & DIRECTOR					
1.	(Title of person signing)					

Filing Fee: \$35

JOINT ACTION BY WRITTEN CONSENT OF THE STOCKHOLDER AND BOARD OF DIRECTORS OF

MR. PHANTON EXPRESS, INC.

The undersigned, constituting the sole owner of the issued and outstanding capital stock of the corporation, and the sole member of the Board of Directors of MR. PHANTON EXPRESS, INC., a professional service corporation organized and existing under the laws of the State of Florida, does hereby take the following action by unanimous written consent, pursuant to the provisions of Sections 607.0704 and 607.0821, Florida Statutes:

RESOLVED, that the following plan of liquidation in compliance with Section 331 of the Internal Revenue Code of 1986, as amended, be and hereby is adopted:

FIRST, that in the judgment of the sole stockholder and the sole member of the Board of Directors, of the corporation, it is deemed advisable and in the best interest of the corporation and its stockholder that the corporation should be liquidated; that a plan of complete liquidation consistent with the provisions of Section 331 of the Internal Revenue Code of 1986, as amended, be formulated to effect such liquidation in accordance with the terms hereinafter set forth in this resolution; provided, however, that notwithstanding any thing else herein contained to the contrary, the appropriate officers of the corporation are authorized and hereby directed to set aside such cash money as they in good faith shall deem advisable and reasonable to pay any unascertained or contingent liabilities and expenses of the corporation.

SECOND, that the proper officers of the corporation be and are hereby authorized to distribute, transfer, deed and/or assign to the corporation's sole shareholder in return for all of the issued and outstanding capital stock of the corporation all of the properties of the corporation which in their judgment should be liquidated in order to facilitate the complete liquidation of the corporation.

Joint Action by Written Consent of the Stockholder and Board of Directors of MR. PHANTON EXPRESS, INC. Page Two

THIRD, that the actions provided for herein above, providing for the complete liquidation of the corporation and the distribution of its assets, be commenced as soon as practicable, but in no event shall such liquidation take place later than December 31, 2006.

IN WITNESS WHEREOF, we have executed this Joint Action by Written Consent this 14th day of May, 2007.

<u>Director</u>	Stockholder	Number of Shares
Rigardo M. La To	Corre Ricardo M. La Torre	2,550
Teresa La Torre	Teresa La Torre-	2,550