Division of Corporations Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H07000054164 3)))



Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations

Fax Number

: (850)205-0380

From:

Account Name

: JOHNSON, POPE, BOKOR, RUPPEL & BURNS, LLP. Account Number: 076666002140

: (727) 461-1818

Fax Number

: (727)441-8617

DISSOLUTION OR WITHDRAWAL

FASTCERT, INC.

Certificate of Status	1
Certified Copy	0
Page Count	2944_3
Estimated Charge	\$43.75

Electronic Filing Menu

Corporate Filing Menu

Help

Yame MP (1) /mi

Fax to: 850-205-0380



March 1, 2007

FLORIDA DEPARTMENT OF STATE Division of Corporations

FASTCERT, INC. 24703 US HWY 19 NORTH CLEARWATER, FL 33763

SUBJECT: FASTCERT, INC.

REF: P04000127030

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The attachment referenced in your document was not included.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6957.

Pamela Smith Document Specialist FAX Aud. #: H07000054164 Letter Number: 907A00014731

ARTICLES OF DISSOLUTION OF FASTCERT, INC.

The undersigned, as President of FASTCERT, INC., does hereby certify and affirm that the following are true and correct:

- The name of Corporation: FASTCERT, INC.
- 2. <u>Debts, Obligations and Liabilities</u>: All debts, obligations and liabilities of FASTCERT, INC. have been paid or discharged or adequate provision for same has been satisfactorily made.
- 3. <u>Property and Assets</u>: All property and assets of FASTCERT, INC. will be distributed to its Sole Stockholder in accordance with her rights and interest after such assets were used to satisfy the liabilities and obligations of FASTCERT, INC.
- 4. <u>Pending Action:</u> There are no actions pending against FASTCERT, INC. in any court.
- 5. <u>Stockholder Action</u>: Attached hereto is an executed Written Consent by Sole Stockholder and Director of FASTCERT, INC. to dissolve the Corporation. The dissolution was approved by the Sole Stockholder, and the number cast for dissolution was sufficient for approval.
- 6. <u>Effective Date</u>: These Articles of Dissolution were approved and shall be effective as of the 25th day of February, 2007.

The undersigned has executed these Articles of Dissolution on the 28th day of February, 2007.

By:

FASTCERT, INC.,

a Florida corporation

Carrie Cameron President

Prepared By:
A.R. Neal, Esquire
Johnson, Pope, Bokor,
Ruppel & Burns, LLP
911 Chestnut Street
Cleanwater, Florida 33756
Bar No. 0369152
(727) 461-1818

\$\$ \$\frac{2}{3} \cdot \frac{1}{3} \cdot \frac{1}

T-141 P.04/05 F-08T

(((H07000054164 3)))

WRITTEN CONSENT BY SOLE STOCKHOLDER AND DIRECTOR OF FASTCERT, INC.

The Sole Stockholder and Director of FASTCERT, INC., a corporation organized and existing under the laws of the State of Florida, does hereby agree, consent to, adopt and order the following corporate actions:

- 1. The undersigned does hereby waive all formal requirements, including the necessity of holding a formal or informal meeting, and any requirements that notice of such meeting be given.
- 2. The Sole Stockholder and Director of the corporation has approved a proposal to liquidate and dissolve the Corporation. After careful consideration, the following resolution was unanimously adopted by the Sole Stockholder and Director:

RESOLVED, that the following plan of complete liquidation of FASTCERT, INC., in accordance with the provisions of Section 331 of the Internal Revenue Code of 1986, as amended, be and is hereby adopted:

The Officers and Sole Director are authorized and directed to proceed promptly to wind up the Corporation's affairs, to collect and reduce to possession its assets and to pay or provide for its liabilities.

As soon as possible, counsel for the Corporation shall file Articles of Dissolution of the Corporation with the Secretary of the State of Florida, and the Officers of the Corporation are authorized to execute all documents necessary in connection with the dissolution.

The Corporation's assets shall be distributed to the Sole Stockholder of the Corporation upon cancellation of the shares owned by such Stockholder.

The Officers shall wind up the affairs of the Corporation; pay or provide for its liabilities; establish a reserve in a reasonable amount to meet the known liabilities and liquidating expenses and estimated unascertained or contingent liabilities and continued expenses, if she deems such reserve desirable; distribute the sales proceeds and any other assets, subject to any remaining liabilities, to the Sole Stockholder, and cancel her shares; take all appropriate and necessary action to dissolve the Corporation under Florida law.

T-141 P.05/05 F-087

(((H07000054164 3)))

If a reserve is established for claims against the Corporation, the Officers shall arrange for the distribution of any unused balance of the reserve to the Sole Stockholder as soon as practicable.

The actions of the Officers and Director of the corporation from the last meeting until the date of this meeting are hereby ratified and confirmed as acts of the corporation.

The actions contained herein were approved on the 27th day of February, 2007.

The undersigned does hereby give her written consent to the foregoing actions.

SOLE STOCKHOLDER AND DIRECTOR:

CARRIE CAMERON

#398444v1