

P04000141321

\_\_\_\_\_  
(Requestor's Name)

\_\_\_\_\_  
(Address)

\_\_\_\_\_  
(Address)

\_\_\_\_\_  
(City/State/Zip/Phone #)

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\_\_\_\_\_  
(Business Entity Name)

\_\_\_\_\_  
(Document Number)

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TALLAHASSEE, FLORIDA

Dissolution

T BROWN JAN 29 2006

Integrity Capital and Investments Corporation  
1031 North "M" Street  
Lake Worth, FL 33460

December 15, 2005

State of Florida  
Division of Corporations  
5050 West Tennessee Street  
Tallahassee, FL 32399-0140

*PO Box 6327  
Tallahassee FL 32314*

Re: Integrity Capital and Investments Corporation  
Termination of Corporation

This letter is to advise the State of Florida Division of Corporations of the dissolution of the above-referenced corporation as of December 15, 2005.

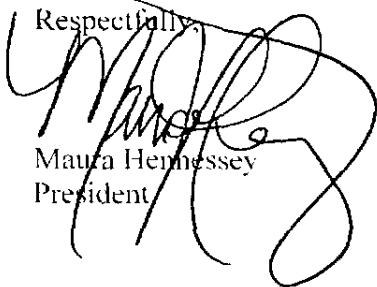
Enclosed documents include:

Board of Directors' Dissolution Resolution  
Articles of Dissolution  
Shareholder's Consent Statement  
Plan of Liquidation  
IRS Form 966  
Form 1120 S federal income tax return, complete copy of final filing attached

Please mail any inquiries of additional information to the address atop this letter.

Thank you.

Respectfully,

  
Maura Hennessey  
President

## 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 Department of State:  
Integrity Capital and Investments Corporation

SECOND: The document number of the corporation (if known): P04000141321

THIRD: The date dissolution was authorized: December 15, 2005

Effective date of dissolution if applicable: December 15, 2005

(no more than 90 days after dissolution file date)

FOURTH: Adoption of Dissolution (CHECK ONE):

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

   Dissolution was approved by of 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)

Signed this 15th day of December, 2005

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)

Maura Hennessey

(Typed or printed name of person signing)

President

(Title of person signing)

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