

**PO8000002109**

Florida Department of State  
Division of Corporations  
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To: Division of Corporations  
Fax Number : (850) 617-6380

From: Account Name : AARON A. FARMER, P.L.  
Account Number : I20070000090  
Phone : (239) 262-2040  
Fax Number : (239) 262-2180

**DISSOLUTION OR WITHDRAWAL  
ECOVERDE MANAGEMENT, INC.**

Certificate of Status	1
Certified Copy	1
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FILED  
09 DEC 31 AM 9:40  
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TALLAHASSEE, FLORIDA

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No.5319 P. 2  
((H09000267883 3))  
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TALLAHASSEE, FLORIDA

**ARTICLES OF DISSOLUTION**

**OF**

**ECOVERDE MANAGEMENT, INC.**

Pursuant to the provisions of Florida Statutes § 607.1403, ECOVERDE MANAGEMENT, INC., a Florida corporation (the "Corporation") hereby adopts the following Articles of Dissolution on behalf of the Corporation, for the purpose of dissolving the Corporation:

**ARTICLE I**

**Name**

The name of the Corporation is ECOVERDE MANAGEMENT, INC.

**ARTICLE II**

**Document Number and Inception Date**

The document number of the Corporation is P08000002109. The Articles of Incorporation were filed on January 7, 2008.

**ARTICLE III**

**Dissolution Authorized**

Dissolution of the Corporation was authorized by the Shareholders on December 31, 2009 in accordance with the Plan of Liquidation and Distribution of Assets, attached hereto as Exhibit A.

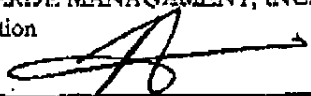
**ARTICLE V**

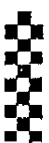
**Effective Date**

The effective date of the dissolution shall be the filing date of the Articles of Dissolution with the Florida Department of State.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Dissolution on December 31, 2009.

ECOVERDE MANAGEMENT, INC., a Florida  
corporation

  
By: Franklin Henderson, Its President



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## Exhibit A

### PLAN OF LIQUIDATION AND DISTRIBUTION OF ASSETS OF ECOVERDE MANAGEMENT, INC.

THIS PLAN OF LIQUIDATION AND DISTRIBUTION OF ASSETS is made and entered into by ECOVERDE MANAGEMENT, INC., a Florida Corporation (the "Corporation"), to be effective as of the 21<sup>st</sup> day of December, 2009.

WHEREAS all of the Shareholders and all of the Directors of the Corporation have determined that it is in the best interests of the Corporation to dissolve as a Florida corporation in accordance with the requirements of § 607.1403 of the Florida Business Corporation Act and the laws of the State of Florida;

NOW THEREFORE, in consideration of the premises above and intending to be legally bound, all of the Shareholder and all of the Directors adopt the following Plan of Liquidation and Distribution of Assets for the purpose of distributing all of the assets and satisfying all of the liabilities and obligations of the Corporation:

1. All of the assets of the Corporation all be distributed to the shareholders of the Corporation in accordance with § 607.1405 of the Florida Business Corporation Act.
2. All liabilities and obligations of the Corporation have been paid or discharged.
3. The Corporation has no assets held upon a condition requiring return, transfer or conveyance by reason of the dissolution.
4. The undersigned, Shareholders and Directors hereby certify that the Corporation is in compliance with the Florida Business Corporation Act.

By signing below, all of the Shareholders and all of the Directors hereby authenticate this Plan of Liquidation and Distribution of Assets. This Plan of Liquidation and Distribution of Assets may be executed in one or more counterparts, each of which once delivered shall be deemed an original, but all of which together shall constitute one and the same instrument. Any party to this Plan of Liquidation and Distribution of Assets may deliver an executed copy of this Plan of Liquidation and Distribution of Assets by facsimile transmission to the other party and any such delivery shall have the same force and effect as any other delivery of a manually signed copy of this Counterparts.

  
\_\_\_\_\_  
Franklin Henderson, Shareholder and Director

  
\_\_\_\_\_  
Sueanna Woods, Shareholder and Director

  
\_\_\_\_\_  
Daniel Lubner, Shareholder and Director

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Dec.31. 2009 4:21PM

Aaron A. Farmer; PL 239-262-2180

No.5319 P. 4

Dec.31. 2009 12:56PM

((H090002678834))

## Exhibit A

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\_\_\_\_\_  
Franklin Henderson, Shareholder and Director

  
\_\_\_\_\_  
Susanna Woods, Shareholder and Director

\_\_\_\_\_  
Daniel Lubner, Shareholder and Director

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Received Time Dec.31. 12:34PM

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Franklin Henderson, Shareholder and Director

Susanna Woods, Shareholder and Director

  
Daniel Lubner, Shareholder and Director

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