

P93000052839

(Requestor's Name)

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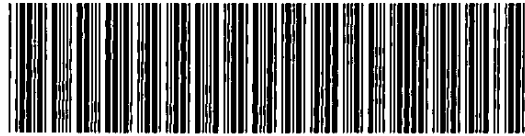
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Edson L. Garrabrants, Jr., P.A.

Attorney at Law

6008 Main Street
New Port Richey, Florida 34653
Telephone: (727) 842-2702 • Facsimile (727) 841-9232
Email • EGarrabrants@ij.net
January 16, 2008

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

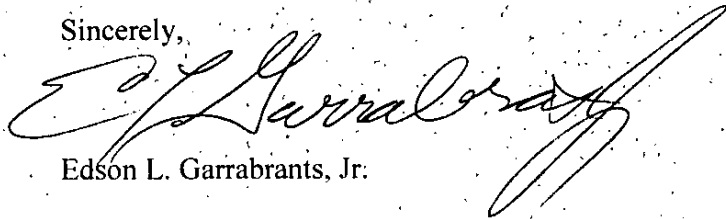
Re: Benchmark Roofing of Pasco, Inc. – Doc No. P93000052839

Dear Sir or Madam:

Enclosed for filing please find Articles of Dissolution for Benchmark Roofing of Pasco, Inc. Also enclosed is my check in the amount of \$35.00 to cover the filing fee.

Please feel free to contact me if there should be any questions.

Sincerely,



Edson L. Garrabrants, Jr.

ELG/ks

ARTICLES OF DISSOLUTION
OF
BENCHMARK ROOFING OF PASCO, INC.

FILED
2008 JAN 18 PM 3:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The above named corporation adopts these, its Articles of Dissolution and says:

ARTICLE I - NAME

The name of the corporation is BENCHMARK ROOFING OF PASCO, INC.

ARTICLE II - OFFICERS

The name and address of each of the last officers of the corporation is as follows:

<u>Name</u>	<u>Office</u>	<u>Address</u>
Richard Giordano	P/S/T	6205 Baker Rd. New Port Richey, FL 34653

ARTICLE III - DIRECTORS

The name and address of each of the members of the last Board of Directors of the corporation is as follows:

<u>Name</u>	<u>Address</u>
Richard Giordano	6205 Baker Rd. New Port Richey, FL 34653

ARTICLE IV - CORPORATE OBLIGATIONS

All of the liabilities and obligations of the corporation have been paid or discharged or adequate provision has been made therefor.

ARTICLE V - CORPORATE ASSETS

All remaining property and assets of the corporation have been distributed among its shareholders in accordance with their respective rights and interests.

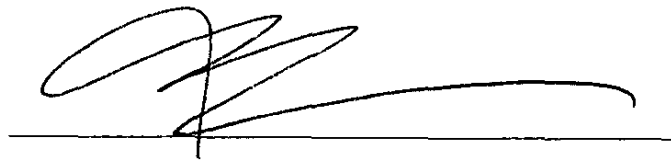
ARTICLE VI - PENDING ACTIONS

There are no actions pending or threatened against the corporation in any court.

ARTICLE VII - CONSENT TO DISSOLUTION

Attached hereto as Exhibit "A" is a true and correct copy of the written consent to dissolution, executed by each of the shareholders of the corporation.

IN WITNESS WHEREOF, the undersigned officers of the corporation have executed these Articles of Dissolution this 31ST day of December, 2007.

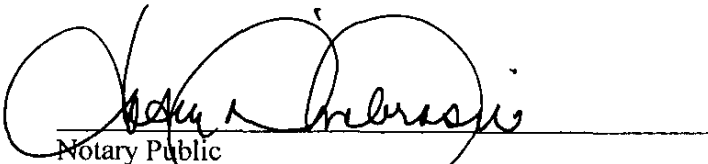


Richard Giordano, President, Secretary, Treasurer

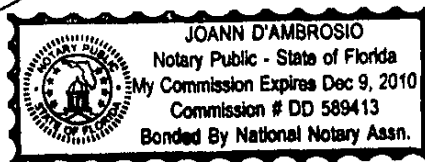
STATE OF FLORIDA

COUNTY OF PASCO

The foregoing instrument was acknowledged before me this 31 day of December, 2007, by Richard Giordano, the president and secretary of Benchmark Roofing of Pasco, Inc..


Notary Public

My Commission Expires:



UNANIMOUS WRITTEN CONSENT IN LIEU OF
A SPECIAL MEETING OF THE BOARD OF DIRECTORS
AND SHAREHOLDERS OF
BENCHMARK ROOFING OF PASCO, INC.

The undersigned, being all of the members of the Board of Directors and all of the shareholders of the above-named corporation, acting without meeting pursuant to Section 607.134 and Section 607.254 of the Florida Statutes and the By-Laws of the Corporation, hereby waive notice of the meeting, and unanimously consent to adopt and take the following actions:

1. RESOLVED that the undersigned persons deem it to be in the best interests of themselves and of the corporation that the corporation be dissolved. In furtherance thereof, the appropriate officers and directors of the corporation are authorized and directed to take all steps incident or necessary to formally dissolve the corporation, including, without limitation:

A. The corporation shall forthwith cease to carry on its business, except insofar as may be necessary for the winding up thereof,

B. Notice of the pending dissolution of the corporation shall immediately be mailed to each creditor of, and claimant against, the corporation,

C. The corporation shall proceed to collect its assets, convey and dispose of such of its properties as are not to be distributed in kind to the shareholders, pay, satisfy, or discharge its liabilities and obligations or make adequate provision for payment and discharge thereof, and do all other acts required to liquidate the business and the corporate affairs.

D. After paying or discharging all of the obligations, or making adequate provision for payment and discharge thereof, the remaining assets shall be distributed between and among the shareholders as follows:

All of the investments of the corporation shall be transferred to the sole shareholder.

The shareholder agrees to assume and pay, according to its terms, any and all indebtedness of the corporation, up to the extent of the assets received by the shareholder from the corporation upon its dissolution.

E. When all of the liabilities and obligations of the corporation have been paid or discharged, or adequate provision has been made therefor, and all of the remaining property and assets of the corporation have been distributed to the shareholders as aforesaid, Articles of Dissolution shall be executed on behalf of the corporation by the president, setting forth the information required in Florida Statutes, section 607.267, and file same with the Office of the Department of State for the State of Florida with any and all required fees and taxes.

IN WITNESS WHEREOF, the undersigned persons constituting all of the officers, directors and shareholders of the above named corporation have set forth their hands and seals on the _____

day of December, 2007.

Signed, sealed and
delivered before

Maria Tucker

Richard Giordano

Richard Giordano

Kelly Wincest

STATE OF FLORIDA

COUNTY OF PASCO

BEFORE ME this day personally appeared , to me well known and known to me to be the individual described in and who executed the foregoing instrument and he acknowledged to and before me that he executed such instrument and that said instrument is his free act and deed.

WITNESS my hand and official seal this 31 day of December, 2007.

Joann D'Ambrosio
Notary Public

My Commission Expires:

