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FILED
01 APR -6 PM 2:22
TALLAHASSEE, FLORIDA
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March 30, 2001

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32301

100003963641--9
-04/09/01--01011--005
*****35.00 *****35.00

Re: MADDOCKS ENTERPRISES OF VENICE, INC.

Dear Sir:

We enclose original of Articles of Dissolution for the above corporation. Also enclosed is our check in the amount of \$35.00 to cover the cost of this filing.

The corporation's dissolution date is March 23, 2001.

Thank you for your attention to this matter and should you have any questions regarding this dissolution, please do not hesitate to contact me.

Very truly yours,

Peggy S. Frook

D:SS
4-12-01
MS
[Signature]

/clc
enclosure

cc: M/M Maddocks

ARTICLES OF DISSOLUTION
OF
MADDOCKS ENTERPRISES OF VENICE, INC.

FILED
01 APR -6 PM 2:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Section 607.1403 of the Florida Business Corporation Act of Florida, the undersigned corporation adopts these Articles of Dissolution.

ARTICLE I
NAME

The name of the corporation is MADDOCKS ENTERPRISES OF VENICE, INC.

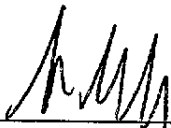
ARTICLE II
DISSOLUTION AUTHORIZED

Dissolution of the corporation was authorized by unanimous vote of the Shareholders at a meeting held on 3/23, 2001.

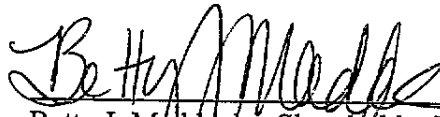
ARTICLE III
SHAREHOLDERS' APPROVAL

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

Dated this 23 day of March, 2001.



Sewall T. Maddocks, Jr., Shareholder/Director



Betty J. Maddocks, Shareholder/Director

MINUTES OF ANNUAL MEETING
OF SHAREHOLDERS AND DIRECTORS OF
MADDOCKS ENTERPRISES OF VENICE, INC.

The combined annual meeting of the Shareholders and Directors of the above corporation was held at the office of the Corporation, R.R.1, Box 912, Boothbay, Maine 04537 at 6:00 a.m. (p.m.) on 3/23, 2001, for the purpose of the election of Officers and Directors, and to transact any business which may properly come before the meeting, including the discussion of dissolving the Corporation. The following persons were present at the meeting:

Sewall T. Maddocks, Jr. - Shareholder/Director

Betty J. Maddocks - Shareholder/Director

Waiver of Notice. The Waiver of Notice and Call of this meeting signed by the Shareholders and Directors was presented and is filed preceding these minutes.

Chairman and Secretary. Sewall T. Maddocks, Jr. presided as Chairman of the meeting, and Betty J. Maddocks, as Secretary, recorded the minutes of the meeting.

Chairman's Report. The Chairman reported on the activities of the corporation during the past year and projects for the year to come, whereupon, on motion duly made and seconded, the following resolution was unanimously approved:

RESOLVED, that all of the acts and deeds of the officers and directors of the corporation on or prior to the date of this meeting be and all of said acts and deeds are ratified and approved.

Election of Directors. The Chairman then called for nominations for Directors, such Directors to serve until the next annual meeting or until their successor or successors are elected and qualified. The following persons were nominated and unanimously elected as Directors of the corporation:

Sewall T. Maddocks, Jr.

Betty J. Maddocks

Election of Officers. The Chairman called for nominations for the election of Officers of the corporation. The following persons were duly nominated and unanimously elected to the following offices:

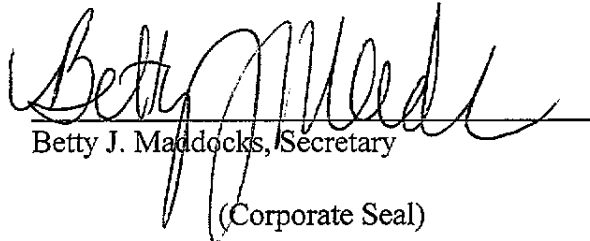
Sewall T. Maddocks, Jr. - President

Betty J. Maddocks - Secretary/Treasurer

Dissolution. The Board unanimously recommended to the Shareholders that the Corporation be dissolved. After discussion, the Shareholders voted unanimously to dissolve the Corporation. The above-elected Officers and Directors were directed to wrap up the business of the Corporation.

There being no further business to come before the Shareholders and Directors, the meeting was adjourned upon motion duly made and carried.

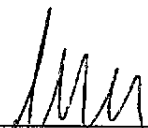
Dated this 23 day of March, 2001.


Betty J. Maddocks, Secretary
(Corporate Seal)

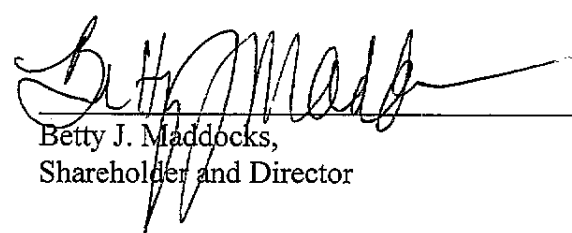
**WAIVER OF NOTICE AND CALL
OF COMBINED ANNUAL MEETING OF
SHAREHOLDERS AND DIRECTORS OF
MADDOCKS ENTERPRISES OF VENICE, INC.**

We, the undersigned, being the Shareholders and Directors of the above corporation, do hereby waive notice and call of the Annual Meeting of the Shareholders and Directors of the Corporation to be held at the office of the Corporation, R.R.1, Box 912, Boothbay, Maine 04537, on the 23 day of March, 2001 at 5:00 p.m., for the election of officers and directors, discussion of dissolving the corporation, and the transaction of such other business as may properly come before the meeting; and do hereby consent to the transaction of any and all such business to come before the meeting and waive all statutory, charter or by-law requirements as to notice and call of the meeting.

Dated this 23 day of March, 2001.



Sewall T. Maddocks, Jr.,
Shareholder and Director



Betty J. Maddocks,
Shareholder and Director