

P 940000 18170
WRF

INVESTMENTS
INCORPORATED

January 6, 1997

Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, FL 32314

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-01/29/97--01036--020
*****35.00 *****35.00

To Whom It may Concern:

SUBJECT: P94000018170 (8); FEI 59-3234420

The purpose of this letter is to advise you that we have decided to dissolve the above referenced corporation effective 12/31/96. A copy of the corporate minutes attesting to that fact is enclosed.

Sincerely,



William R. Flowers
President

Enclosure: Minutes dated 12/31/96

FILED
97 JAN 29 AM 8:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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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 is: W.R.F. INVESTMENTS, INC.

SECOND: The date dissolution was authorized: DECEMBER 31, 1996

THIRD: Adoption of Dissolution (CHECK ONE)

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

☐ Dissolution was approved by vote 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 27th day of JANUARY, 19 97

Signature

William R. Flowers

(By the Chairman or Vice Chairman of the Board, President, or other officer)

William R. Flowers

(Typed or printed name)

PRESIDENT

(Title)

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97 JAN 29 AM 8:20
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

MINUTES OF
SPECIAL MEETING OF
WRF INVESTMENTS, INC.

A Special meeting of the Board of Directors, was held at 1003 Ivanhoe Road, Tallahassee, Florida on Tuesday, December 31, 1996 at 6:00 p.m. The following were present:

William R. Flowers
Jeanne C. Flowers



being all directors of the corporation. William R. Flowers was appointed chairman of the meeting and Jeanne C. Flowers was appointed secretary.

The secretary noted that at the at the Annual meeting held March 2, 1996, it was Resolved to dissolve the WRF Investments as a Sub Chapter S Corporation due to the governmental costs associated with maintaining it. The property at 519N Gadsden Street was leased to one Stephen Todd Parrish September 1, 1996 for \$600/month pending his promotion at which time the rent would be increased to cover all the expenses, including a profit. This reduces the cash outflow to a manageable level until such time as the Beach Cottage situation clears up. The Florida Department of Revenue levies two different requirements for tax purposes against the corporation: A Corporation Income/Franchise and Emergency Excise Tax and Corporate form F-1120 Tax. The Department of State levies a \$225 renewal fee each year. Although the first two taxing entities do not result any taxes due, the paperwork requires considerable time and effort. During the first year of operation the Department of Revenue filed a late penalty of \$300 for a \$2,736 loss experienced that year! Since the state form is due before the federal form we did not have all the federal form 1120's ready. We requested a waiver of the \$300, but never heard back from the state. This sort of nonsense simply isn't necessary. Therefore, we

RESOLVE that it is our wish that the WRF Investments Sub Chapter S Corporation (FEID 59-3234420) be dissolved effective the end of business December 31, 1996. A copy of these minutes will be provided the Florida Departments of State and Revenue to update their records. A copy will also be provided the U.S. Internal Revenue Service along with the 1996 Tax return(s) for all concerned..

This being the final business to conduct, the meeting was adjourned.

DATED: December 31, 1996


WILLIAM R. FLOWERS

JEANNE C. FLOWERS