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BURT & FEATHER
Attorneys at Law
114 Northeast First Street
Post Office Box 308
Trenton, Florida 32693

Theodore M. Burt
Mark J. Feather
Patti Lee Meeks

FILED
00 NOV -7 AM 9:25
CLERK OF STATE
TALLAHASSEE, FLORIDA
(352) 463-2348
fax (352) 463-6908

November 1, 2000

Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

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-11/07/00--01027--001
*****35.00 *****35.00

Re: Watson Farm, Inc.

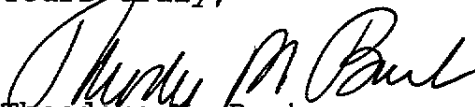
Gentlemen:

Enclosed please find the following regarding the referenced corporation:

1. Dissolution Agreement
2. Unanimous Written Consent
3. Articles of Dissolution
4. Check in the amount of \$35.00

By this letter, we are asking that the referenced corporation be dissolved.

Yours truly,


Theodore M. Burt

D:35
11-20-00
DMS

TMB/sh

Enclosures

6561-doc

ARTICLES OF DISSOLUTION PURSUANT TO SECTION
607.1403 OF THE FLORIDA BUSINESS CORPORATION
ACT OF WATSON FARM, INC.

FILED

00 NOV -7 AM 9:25

CLERK OF STATE
TALLAHASSEE, FLORIDA

To: Department of State
Tallahassee, Florida 32314

Date Paid:
Filing Fee \$35.00

Pursuant to the provisions of §607.1403 of the Florida Business Corporation Act, the undersigned corporation adopts the following articles of dissolution for the purpose of dissolving the corporation:

1. The name of the corporation is WATSON FARM, INC.
2. The names and respective addresses of the officers of the corporation are as follows:

Name	Office	Address
Craig Watson	President	159 NE 90 th Ave High Springs, FL 32643
Cynthia Watson	Secretary/Treasurer	159 NE 90 th Ave High Springs, FL 32643

3. The names and respective addresses of the directors of the corporation are as follows:

Name	Address
Craig Watson	159 NE 90 th Ave High Springs, FL 32643
Cynthia Watson	159 NE 90 th Ave High Springs, FL 32643

4. Dissolution was authorized on 10-30-, 2000.
5. The number of votes cast for dissolution was sufficient for approval.
6. All liabilities and obligations of the corporation have been paid or discharged or Adequate provision has been made for the payment of all of the liabilities and obligations of the corporation.

7. All the property and assets of the corporation remaining after the payment of all debts, obligations, and liabilities of the corporation, have been distributed among its shareholders in accordance with their respective rights and interests.

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

9. The corporation elected to dissolve by unanimous written consent of its shareholders, and such written consent has been signed by all shareholders of the corporation. A copy of the written consent is attached to these articles.

Executed this 30th day of October, 2000.

WATSON FARM, INC.

By

Craig Watson
Craig Watson

Shareholder/Director

By:

Cynthia Watson
Cynthia Watson

Shareholder/Director

STATE OF FLORIDA
COUNTY OF GILCHRIST

I HEREBY CERTIFY that on this day before me, an officer duly qualified to take acknowledgments, personally appeared, **CRAIG WATSON** and **CYNTHIA WATSON**, to me known to be the persons described in or who produced a driver's license as identification, and who executed the foregoing instrument and acknowledged before me that they executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 30th day of October, 2000.

Susan Hardyman

NOTARY PUBLIC

My Commission Expires:

6561-001sh



DISSOLUTION AGREEMENT

OF

THE SHAREHOLDERS OF

WATSON FARM, INC.

On October 30, 2000, in the City of Trenton, and County of Gilchrist, State of Florida, the undersigned shareholders and directors of **WATSON FARM, INC.** agree that:

We have conducted business as a corporation under the same name of **WATSON FARM, INC.**, and

The undersigned shareholders and directors want to withdraw from the corporation, and have agreed that the corporation will be dissolved and terminated.

As of today, all interest in the real and personal property owned by the corporation, if any, as part of the assets of the corporation will be liquidated promptly, terminated and closed.

Therefore, the corporation **WATSON FARM, INC.** will be liquidated and dissolved as soon as possible, without causing loss to the undersigned shareholders and directors.

The net assets realized, if any, will be divided equally between us, after payment of all debts and expenses of liquidating all the assets and caring for all the property of the corporation.

Dated this 30th day of October, 2000.

Witness:

Shirley M. Burt
Witness

Susan Handelman
Witness

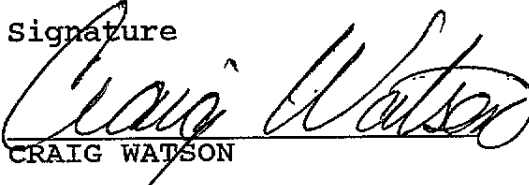

Craig Watson
CRAIG WATSON

Cynthia Watson
CYNTHIA WATSON

**UNANIMOUS WRITTEN CONSENT OF SHAREHOLDERS TO VOLUNTARY
DISSOLUTION OF WATSON FARM, INC.**

We, the undersigned, being all of the shareholders of **WATSON FARM, INC.**, a Florida corporation, consent to the voluntary dissolution of the corporation and authorize and direct the appropriate officers of the corporation to take all steps necessary or appropriate to carry out the intent of this resolution.

In assent to the above, each of the undersigned stockholders has signed his or her name and dated the signing opposite the number of shares of the corporation held by him or her of record on such date.

Signature	Date	Number of Shares
 CRAIG WATSON	<u>9-19-00</u> , 2000	1,000
 CYNTHIA WATSON	<u>10-30</u> , 2000	1,000

If the procedure is feasible under the circumstances, a corporation may be dissolved pursuant to the unanimous written consent of the shareholders, without director action.