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A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS

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*BOARD CERTIFIED REAL ESTATE LAWYER
**CERTIFIED CIRCUIT CIVIL AND FAMILY MEDIATOR

†ALSO ADMITTED IN PENNSYLVANIA

December 11, 1997

CERTIFIED MAIL - Z 259-858-504
RETURN RECEIPT REQUESTED

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

700002372557--8
-12/15/97-01133--005
*****87.50 *****87.50

Re: K & M PROPERTIES, INC.

Gentlemen:

Enclosed please find Articles of Dissolution for the above referenced corporation along with a check in the amount of \$87.50 which represents the necessary fees for the Secretary of State.

Please file the enclosed and return the certified copy to the undersigned.

If you have any questions, please do not hesitate to contact me.

Very truly yours,
DICTATED BUT NOT READ
signed in my absence to avoid delay

JOHN W. PERLOFF
For the Firm

Dianne M Bishop (For)

JWP:dmb
Enc.

Diss.
12-18-97
CC

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 DEC 15 PM 12:35

ARTICLES OF DISSOLUTION

OF

K & M PROPERTIES, INC.

K & M PROPERTIES, INC., by its President and Secretary, for the purpose of complying with the provisions of Section 607.1403 relating to the filing of Articles of Dissolution, does hereby execute the following Articles of Dissolution:

1. Name of the corporation: **K & M PROPERTIES, INC.**

2. Name and address of its officers:

Daniel F. McEntee – President
2646 S.W. Mapp Rd., Suite 203
Palm City, FL 34990

Michael R. Kent – Vice President
21640 Cartagena Dr.
Boca Raton, FL 33428

Susan B. McEntee – Secretary
2646 S.W. Mapp Rd., Suite 203
Palm City, FL 34990

Joy E. Kent – Treasurer
21640 Cartagena Dr.
Boca Raton, FL 33428

3. Name and address of its directors:

Daniel F. McEntee
2646 S.W. Mapp Rd., Suite 203
Palm City, FL 34990

Michael R. Kent
21640 Cartagena Dr.
Boca Raton, FL 33428

Susan B. McEntee
2646 S.W. Mapp Rd., Suite 203
Palm City, FL 34990

Joy E. Kent – Treasurer
21640 Cartagena Dr.
Boca Raton, FL 33428

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4. The foregoing dissolution was adopted by the Board of Directors and approved unanimously by the Shareholders of the Corporation on the 12th day of NOVEMBER, 1997.

5. All debts, obligations and liabilities of the corporation have been paid or discharged or adequate provisions have been made therefor.

6. All remaining property and assets of the corporation have been distributed to its shareholders, or will be so distributed in due course.

7. There are no actions pending against the corporation in any court or adequate provision has been made for the satisfaction of any judgment, order or decree that may be entered against it in any pending action.

IN WITNESS WHEREOF, the President and Secretary have executed these Articles of Dissolution, this 12th day of NOVEMBER, 1997.

ATTEST:

K & M PROPERTIES, INC.

By: Susan B. McEntee
Susan B. McEntee, Secretary

By: Daniel F. McEntee
Daniel F. McEntee, President

STATE OF FLORIDA)
 SS:
COUNTY OF MARTIN)

BEFORE ME, the undersigned authority, on this day personally appeared Daniel F. McEntee and Susan B. McEntee, as President and Secretary respectively of **K & M PROPERTIES, INC.**, a Florida corporation who being first duly sworn, stated that the matters contained in the foregoing instrument are

true and correct and acknowledged to me that they executed the same for the purpose and consideration therein expressed and in the capacity therein stated, as the act and deed of said corporation.

TO CERTIFY WHICH WITNESS MY HAND AND SEAL OF OFFICE this 12th day of NOVEMBER, 1997.

NOTARY PUBLIC:

Laura A Perham

Print: LAURA A PERHAM

State of Florida at Large (Seal)

My Commission Expires:

12/12/99

X Personally Known or _____ Identification Produced
Type of identification produced: _____.

