

P94000093525

SACHER, MARTINI & SACHER, P.A.

ATTORNEYS AT LAW

2655 LeJeune Road, Suite 1101, Coral Gables, Florida 33134

Charles P. Sacher, P.A.
Gregory T. Martini
Charles S. Sacher
Tanya L. Bower
Carlos A. Somoza

June 4, 1998

Telephone: 305/448-3900
Facsimile: 305/446-9206

OF COUNSEL
Martin E. Segal, P.A.

Corporate Records Bureau
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32314

Re: Langhorne Grandchildren, Inc.
Our File No. 6692-22

000002573390--8
-06/26/98--01015--019
*****35.00 *****35.00

To whom it may concern:

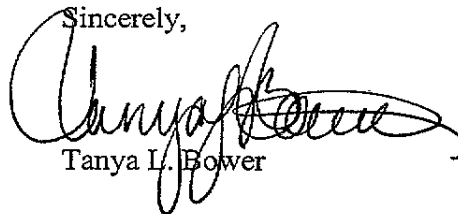
I enclose herewith the Articles of Dissolution for Langhorne Grandchildren, Inc. effective for February 6, 1998. All shareholders have consented to the corporation's dissolution.

Please mark your records to reflect that the corporation has been dissolved by unanimous consent of the shareholders.

I enclosed a copy of this letter together with a copy of the Articles of Dissolution, to be date stamped and returned to my attention in the enclosed business reply envelope.

Please do not hesitate to contact me if you should have any questions regarding this matter.

Sincerely,


Tanya L. Bower

TLB
Enclosures

cc: Richard M. Langhorne
\\Tanya\U:\WP\Langhorne\divcorp.ltr.wpd

Diss

HFS

6-26-98

1055, 1072, 767

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 JUN 25 AM 11:19

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FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

June 12, 1998

Tanya L. Bower, Esquire
% Scher, Martini & Sacher, P.A.
2655 LeJeune Road, Suite 1101
Coral Gables, FL 33134

SUBJECT: LANGHORNE GRANDCHILDREN, INC.
Ref. Number: P94000093525

This will acknowledge receipt of your correspondence which is being returned for the following reason(s):

The fee to file articles of dissolution or a certificate of withdrawal is \$35. For each certified copy requested, please add an additional \$52.50.

If you have any questions concerning this matter, please either respond in writing or call (850) 487-6910.

Louise Flemming-Jackson
Corporate Specialist Supervisor

Letter Number: 898A00033015

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Telephone: 305/448-3900
Facsimile: 305/446-9206

June 18, 1998

OF COUNSEL
Martin E. Segal, P.A.

Ms. Louise Flemming-Jackson
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Langhorne Grandchildren, Inc.
Our File No. 6692-22

Dear Ms. Flemming-Jackson:

I enclose herewith the following documents in regard to the dissolution of the above named corporation:

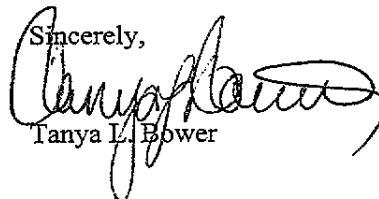
1. Articles of Dissolution for Langhorne Grandchildren, Inc. effective for February 6, 1998;
2. Check Number 2183, in the amount of \$35.00; and
3. Letter Number 898A00033015. All shareholders have consented to the corporation's dissolution.

Pursuant to your letter, I have enclosed a check to cover the filing fee of the Articles of Incorporation.

I enclosed a copy of this letter together with a copy of the Articles of Dissolution, to be date stamped and returned to my attention in the enclosed business reply envelope.

Please do not hesitate to contact me if you should have any questions regarding this matter.

Sincerely,



Tanya L. Bower

TLB

Enclosures

cc: Richard M. Langhorne

\\Tanya\\Temp\\tanya\\WP\\Langhorne\\divcorp2.ltr.wpd

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ARTICLES OF DISSOLUTION

STATE OF FLORIDA
COUNTY OF DADE

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, as President and Secretary of LANGHORNE GRANDCHILDREN, INC., a corporation organized under the Laws of the State of Florida, does hereby, for the purpose of complying with the provisions of Section 607.1402, F.S., and §331 of the Internal Revenue Code, in relation to the voluntary dissolutions of corporations, make and attest these Articles and incorporate therein the resolutions of the Directors and Stockholders of LANGHORNE GRANDCHILDREN, INC. for dissolution, and certify as follows:

1. The name of the Corporation is LANGHORNE GRANDCHILDREN, INC...

2. The names, titles and post office addresses of the officers of the Corporation are:

<u>Office</u>	<u>Name</u>	<u>Address</u>
President	Richard M. Langhorne	848 Brickell Avenue Miami, Florida
Secretary	Richard M. Langhorne	848 Brickell Avenue Miami, Florida
Treasurer	Richard M. Langhorne	848 Brickell Avenue Miami, Florida

Vice President John Langhorne, Jr.

3. The name and post office address of its Directors is as follows:

<u>Name</u>	<u>Address</u>
Richard M. Langhorne	848 Brickell Avenue Miami, Florida
John Langhorne, Jr.	848 Brickell Avenue Miami, Florida

4. That all debts, obligations, and liabilities of the Corporation have been paid, or that adequate provision has been made therefor.

5. That the remaining assets of the Corporation have been distributed to the following persons, as the Stockholders of the Corporation:

John Tayloe Langhorne	Elizabeth Waters Langhorne
Michael Edmund Langhorne	William A. Langhorne
Richard M. Langhorne, as Custodian for Anne Marshall Langhorne	
John Langhorne, Jr., as Custodian for Alexander Richards Langhorne	

6. That there are no actions pending against the Corporation in any Court.

7. That the Corporation elected to dissolve by written Consent of its Directors and Stockholders, dated February 6, 1998, through the following resolutions:

RESOLVED, that the Board of Directors of the Corporation determine that it is in the best interests of the Corporation to liquidate in accordance with the provisions of Section 607.257, Florida Statutes, and Section 331 of the Internal Revenue Code of 1986; and

BE IT FURTHER RESOLVED, that a Plan of Liquidation be, and it hereby is, formulated to effect such liquidation

and dissolution in accordance with the following resolutions; and

BE IT FURTHER RESOLVED, that the proper officers of the Corporation be, and they hereby are, authorized to sell or otherwise liquidate any and all of the properties of the Corporation which in their judgment shall be sold or liquidated to facilitate the liquidation of the Corporation; and

BE IT FURTHER RESOLVED, that the Corporation shall cease to carry on its business by March 31, 1998, to mail notice of the proposed liquidation to all creditors of the Corporation and to pay, satisfy or discharge its obligations or make adequate provision for payment and discharge thereof; and


BE IT FURTHER RESOLVED, that the President and Secretary, acting for and on behalf of the Corporation be, and they hereby are, authorized and directed to take such actions as may be necessary to effect the liquidation and dissolution of the Corporation, including the filing of Articles of Dissolution with the Secretary of State of Florida, and filing of the final income tax return and all other notices with the Internal Revenue Service and the Department of Revenue of the State of Florida, incident to the liquidation and dissolution of the Corporation; and

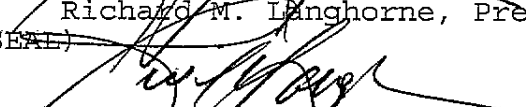
BE IT FURTHER RESOLVED, that the President of the Corporation, acting for and on behalf of the Corporation be, and he hereby is, authorized and directed to distribute all assets of the Corporation to the Stockholder thereof, in complete liquidation of the Corporation, and to execute such Bills of Sale, Assignments, checks and other instruments of conveyance in connection therewith as may be necessary; and

BE IT FURTHER RESOLVED, that the President of the Corporation, acting for and on behalf of the Corporation be, and he hereby is, authorized and directed to take all such other actions as may be necessary or appropriate to effect the liquidation and dissolution of the Corporation.

IN WITNESS WHEREOF, the President and Secretary of Langhorne Grandchildren, Inc. have executed these Articles of Dissolution, this 6th day of February, 1998, at Miami, Florida.

LANGHORNE GRANDCHILDREN, INC., a Florida Corporation


Richard M. Langhorne, President
(CORPORATE SEAL)


Richard M. Langhorne, Secretary

BEFORE ME, the undersigned authority, personally appeared Richard M. Langhorne, who, under oath, deposes and says that he is the President and the Secretary of LANGHORNE GRANDCHILDREN, INC., and that he executed the foregoing Articles of Dissolution for the purposes therein expressed as his own free act and deed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Miami, Dade County, Florida, this 6th day of ~~MARCH~~ FEBRUARY, 1998.

CW


Notary Public

My Commission Expires: JUNE 2, 2001

