

P 95000028531

MENDOZA AND CALLAS

ATTORNEYS AT LAW

A PARTNERSHIP INCLUDING A PROFESSIONAL ASSOCIATION

SUITE 602 • PLAZA CENTER WEST

251 ROYAL PALM WAY

P.O. BOX 2715

PALM BEACH, FLORIDA 33480

FRANKLIN G. CALLAS
MARIO G. DE MENDOZA, III, P.A.

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February 25, 2000

VIA FEDEX

Corporate Records Bureau
Division of Corporations
Department of State
409 East Gaines Street
Tallahassee, Florida 32301

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-02/29/00--01019--016
*****43.75 *****43.75

RE: Tabu, Inc.
Our File No. 4992.1


Dear sir or madam:

Enclosed herewith please find an original and a copy of the fully executed Articles of Dissolution and Statement of Intent to Dissolve **TABU, INC.**, together with a check in the amount of \$43.75, representing the filing fee and the fee for a certified copy of the Articles and Statement of Intent.

Once the enclosed documents have been filed, please provide to me a certified copy thereof.

Thank you for your assistance.

Sincerely,


Mario G. de Mendoza, III

MGMIII:dw
Enclosures

FILED
00 FEB 29 AM 9:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ac 3/9
vol dissol

MGMIII/dw
4992
2/16/00

ARTICLES OF DISSOLUTION
OF
TABU, INC.

Pursuant to the provisions of Section 607.1403 of the Florida General Corporation Act, the undersigned corporation adopts the following Articles of Dissolution for the purpose of dissolving the corporation:

ARTICLE I

The name of this corporation is: **TABU, INC.**

ARTICLE II

Dissolution of this corporation was authorized by the Shareholders on the 14th day of February, 2000.

ARTICLE III

The number of shareholders voting for such dissolution was 1, and the number of shareholders voting against such dissolution was 0; the number of shareholders voting for such dissolution being a sufficient number for approval. Evidence of such approval is reflected on the Statement of Intent to Dissolve, the same being attached hereto and made a part hereof by specific reference.

ARTICLE IV

The names and addresses of the Officers are:

<u>NAME</u>	<u>OFFICE</u>	<u>ADDRESS</u>
Mario G. de Mendoza, III	President Secretary	251 Royal Palm Way Palm Beach, FL 33480
Merrilee Zielinski	Treasurer	251 Royal Palm Way Palm Beach, FL 33480
Debra Wilkinson	Assistant Secretary	251 Royal Palm Way Palm Beach, FL 33480

ARTICLE V

FILED
00 FEB 29 AM 9:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The names and addresses of the Directors are:

NAME

ADDRESS

Mario G. de Mendoza, III

251 Royal Palm Way
Palm Beach, FL 33480

ARTICLE VI

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

ARTICLE VII

All remaining property and assets of the corporation have been directed to be sold, and have either been distributed or are to be distributed no later than December 31, 2000, among the shareholders in accordance with their respective rights and interests.

ARTICLE VIII

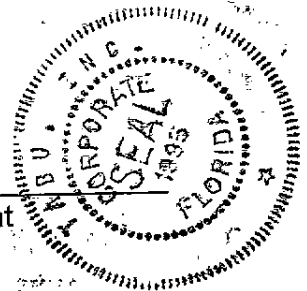
There are no actions pending against the corporation in any court.

DATED this 18th day of February, 2000.

TABU, INC.

By: _____

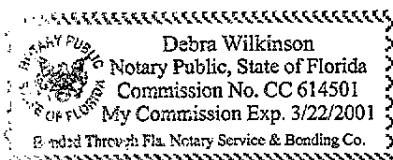
Mario G. de Mendoza, III, President



STATE OF FLORIDA)
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me by **MARIO G. de MENDOZA, III**, as President of TABU, INC., a Florida corporation, who is personally known to me, on this 18th day of February, 2000.

(SEAL)



Debra Wilkinson
Debra Wilkinson, NOTARY PUBLIC
My commission number: CC 614501
My commission expires: 3-22-01

STATEMENT OF INTENT TO DISSOLVE
TABU, INC.
BY ACT OF THE CORPORATION

Pursuant to the provisions of Section 607.1402 of the Florida General Corporation Act, the undersigned corporation submits the following statement of intent to dissolve the corporation by act of the corporation.

1. The name of the Corporation is:

TABU, INC.
2. The following Resolutions to dissolve the corporation were adopted by the Directors and Shareholders on the 14th day of February, 2000:

DIRECTORS' RESOLUTION FOR DISSOLUTION OF THE CORPORATION

"BE IT RESOLVED that it is in the best interest of this Corporation that the Corporation be dissolved in accordance with Section 607.1402 of the Florida Statutes, and that a Special Meeting of the Shareholders of the Corporation shall be called on the 14th day of February, 2000, to be held at 251 Royal Palm Way, Palm Beach, Florida for the purpose of voting on the Resolution to dissolve the Corporation, and that the purpose of the meeting will be to vote upon the resolution of the Board of Directors recommending dissolution and that in the event the shareholders favorably vote upon the Resolution for Dissolution, then the President of the corporation shall prepare and execute Articles of Dissolution and comply with such other procedures of the Florida Statutes as are required for dissolution."

ADOPTED unanimously by the Directors this 14th day of February, 2000.

/s/ Mario G. de Mendoza, III

**SHAREHOLDERS' RESOLUTION FOR DISSOLUTION OF
THE CORPORATION**


"BE IT RESOLVED that the Shareholders believe that it is in the best interest of the Corporation to dissolve the Corporation no later than December 31, 2000 in accordance with Section 607.1402 of the Florida Statutes, and hereby approve the Board of Directors' Resolution for dissolution and vote for dissolution of this Corporation."

ADOPTED unanimously by the Shareholders this 14th day of February, 2000.


/s/ Rosemary Sharp Wayman, a/k/a
Rosemary Wayman-Sharp

3. The number of shares of the corporation outstanding at the time of such adoption was 500; and the number of shares entitled to vote thereon was 500.
4. The number of shares voted for such resolution was 500; and the number of shares voted against such resolution was 0.

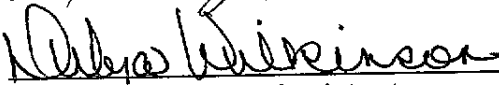
Dated this 17 day of February, 2000.




Mario G. de Mendoza, III, President,
Secretary and Sole Director

X 

Merrilee Zielinski, Treasurer



Debra Wilkinson, Assistant
Secretary



Rosemary Sharp Wayman, a/k/a
Rosemary Wayman-Sharp, Sole
Shareholder