

(SAMPLE LETTER OF TRANSMITTAL)
P95000054819

Date

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

300001586563
-07/13/95--01019--015
****122.50 ****122.50

Re: ADURABLE DESIGNS, INC., Inc.
(name of corporation)

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours,

Andrea L. Durr
(individual's name)

ADURABLE DESIGNS, INC.
(name of corporation)

MAILING ADDRESS OF CORPORATION

17920 NW 80 AVE		
HIALEAH, FLORIDA 33015		
PHONE		
(305)	822-2143	Ext.
Area Code	Number	

SDC

ARTICLES OF INCORPORATION

of

ADURRABLE DESIGNS, INC.

(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

ADURRABLE DESIGNS, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue ONE HUNDRED shares (100) of ONE Dollar(s) (\$ 1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

NAME <u>SANDRA L. DURR</u>		
ADDRESS <u>17920 NW 80 AVE.</u>		
CITY <u>HALEAH</u>	FLORIDA	ZIP <u>33015</u>

The principal office, if known, or the mailing address of the corporation is:

NAME <u>ADURRABLE DESIGNS, INC.</u>		
ADDRESS <u>17920 NW 80 AVE.</u>		
CITY <u>HALEAH</u>	FLORIDA	ZIP <u>33015</u>

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have FOUR (4) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME <u>TAMRA L. DURR</u>		
ADDRESS <u>17920 NW 80 AVE.</u>		
CITY <u>HALEAH</u>	STATE <u>FLORIDA</u>	ZIP <u>33015</u>
NAME <u>SHIRLEY A. DURR</u>		
ADDRESS <u>11350 SW 42 TERR.</u>		
CITY <u>MIAMI</u>	STATE <u>FLORIDA</u>	ZIP <u>33165</u>
NAME <u>Jo-Dene L. WHITESELL</u>		
ADDRESS <u>7230 FAIRWAY DRIVE F-17</u>		
CITY <u>MIAMI LAKES</u>	STATE <u>FLORIDA</u>	ZIP <u>33014</u>

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME <u>SANDRA L. DURR</u>		
ADDRESS <u>17920 NW 80 AVE.</u>		
CITY <u>HALEAH</u>	STATE <u>FLORIDA</u>	ZIP <u>33015</u>
NAME		
ADDRESS		
CITY	STATE	ZIP
NAME		
ADDRESS		
CITY	STATE	ZIP

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 12th day of July, 1995.

Sandra L. Durr (Seal)
SANDRA L. DURR
 _____ (Seal)
 _____ (Seal)

CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT

OF

ADURRABLE DESIGNS, INC.
(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:
The above corporation, desiring to organize under the laws of the State of Florida with
its registered office as indicated in the Articles of Incorporation

at 17920 NW 80 AVENUE
HALEAH, FL. 33015

has named SANDRA L. DURR
located at the aforesaid address, as its Registered Agent to accept service of process
within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above
stated corporation at the place designated in this certificate, and being familiar with
the obligations of that position, I hereby accept to act in this capacity, and agree to
comply with the provisions of Florida Law in keeping open said office.

Sandra L. Durr
(registered agent)
SANDRA L. DURR

FILED
95 JUL 13 AM 10:40
SECRETARY OF STATE
TALLAHASSEE FLORIDA

P95000054819

Wendell Nichols & Company

CERTIFIED PUBLIC ACCOUNTANTS
15225 NORTHWEST 77TH AVENUE, SUITE 205
MIAMI LAKES, FLORIDA 33014-6866
TELEPHONE (305)823-6533

WENDELL I. NICHOLS, C.P.A.
DENNIS D. NICHOLS, C.P.A.
GREGORY A. NICHOLS, C.P.A.

MEMBERS:
AMERICAN INSTITUTE OF CERTIFIED
PUBLIC ACCOUNTANTS

June 16, 1997

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

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-07/03/97--01109--004
*****35.00 *****35.00

Re: ADURRABLE DESIGNS, INC..
Document Number P95000054819

Gentlemen:

Enclosed please find Articles of Dissolution and Statement of Consent of the Stockholders of ADURRABLE DESIGNS, INC., together with a check in the amount of \$35.00.

This represents the cost of Filing for Dissolution of ADURRABLE DESIGNS, INC.

Very truly yours,

Wendell Nichols & Company

Dennis D. Nichols

Dennis D. Nichols

DDN:nn

Enclosures

Diss
LFT

7-10-97

FILED
97 JUL -3 PM 1:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF DISSOLUTION

Page 1 of 2

This article of voluntary dissolution was adopted on the 31th day of December, 1996 for ADURRABLE DESIGNS, INC., a Florida corporation.

- (a) The corporation was organized and existed under the laws of the State of Florida with its principal offices located at 17920 NW 80 Avenue, Hialeah, Fl. 33015
Their Federal Employer's Identification number is 65-0604183 and their Florida Document Number is P95000054819.
- (b) The date of corporation was July 13, 1995..
- (c) The names and addresses of all of the officers and directors are:
 - Jo-Dene Whitesell, President and Director
17920 NW 80th Avenue, Hialeah, Fl. 33015
 - Sandra Durr Pickard, Secretary and Director
8621 SW 5th Street, #206, Pembroke Pines, Fl. 33025
 - Tamara L. Durr, Treasurer and Director
17920 NW 80th Avenue, Hialeah, Fl. 33015
 - Shirley A. Durr, Vice-president and Director
11350 SW 42 Terr, Miami, Fl. 33165
- (d) The One Hundred Shares of outstanding stock is owned as follows:

Jo-Dene Whitesell	25 Shares
Sandra Durr Pickard	25 Shares
Tamara L. Durr	25 Shares
Shirley A. Durr	25 Shares
- (e) All debts, liabilities and obligations of the corporation have been paid.
- (f) The remaining property, principally cash, will be distributed among the shareholders in accordance with his respective rights and interest.
- (g) There are no actions pending against the corporation in any court.
- (h) Each shareholder has elected to dissolve the corporation.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF DISSOLUTION
Page 2 of 2

- (i) The dissolution is to take effect on December 31, 1996.

ADURRABLE DESIGNS, INC.

by Jo-Dene Whitesell
Jo-Dene Whitesell, Stockholder
President/Director

by Sandra Durr Pickard
Sandra Durr Pickard, Stockholder
Secretary/Director

STATEMENT OF CONSENT
OF THE
STOCKHOLDERS OF
ADURRABLE DESIGNS, INC.

We, the undersigned, being the stockholders of ADURRABLE DESIGNS, INC. do hereby agree and consent that:

- (a) A meeting was held on Monday, December 30, 1996, at 10:00 p.m., 17920 NW 80th Avenue, Hialeah, Fl. 33015 for the purpose of consideration of a plan of complete liquidation.
- (b) At this meeting the stockholders unanimously adopted a plan of complete liquidation effective December 31, 1996.
- (c) The stockholders below represent 100% of the issued and outstanding shares.

Jb-Dene Whitesell
Jb-Dene Whitesell

25 Shares

June 16, 1997
Date

Sandra Durr Pickard
Sandra Durr Pickard

25 Shares

June 16, 1997
Date

Tamara L. Durr
Tamara L. Durr
THARA

25 Shares

June 16, 1997
Date

Shirley A. Durr
Shirley A. Durr

25 Shares

June 16, 1997
Date