

# P9500062162

## Florida Department of State

Division of Corporations  
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## DISSOLUTION

## INDIAN MOUND CORPORATION

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**ARTICLES OF DISSOLUTION**  
**OF**  
**INDIAN MOUND CORPORATION**

**EFFECTIVE DATE**  
6-30-01

Pursuant to the provisions of Section 607.1403 of the Florida Business Corporation Act, the undersigned corporation adopts the following Articles of Dissolution for the purpose of dissolving INDIAN MOUND CORPORATION, a corporation organized under the laws of the State of Florida ("Corporation"):

1. The name of the Corporation is **INDIAN MOUND CORPORATION**.
2. The Articles of Incorporation of the Corporation were filed on August 11, 1995, under document number P95000062162.
3. The dissolution of the Corporation was authorized by the shareholders and directors by unanimous written consent dated as of June 12, 2001.
4. The number of shareholder votes cast for dissolution consisted of 100% of the issued and outstanding shares of the Corporation and such vote was sufficient for approval of such dissolution.
5. The Articles of Dissolution shall be effective as of the 30th day of June, 2001.

Dated this 12 day of June, 2001.

  
Hermann Schaum, President

Attest:

  
Kenneth S. Beall, Jr., Secretary

This Instrument Prepared By:

Kenneth S. Beall, Jr., Esq.  
GUNSTER, YOAKLEY & STEWART, P.A.  
777 South Flagler Drive  
Suite 500, East Tower  
West Palm Beach, FL 33401  
Fla. Bar No.004518


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**INDIAN MOUND CORPORATION  
PLAN OF COMPLETE LIQUIDATION AND DISSOLUTION**

This Plan of Complete Liquidation and Dissolution (the "Plan") of **INDIAN MOUND CORPORATION**, a Florida corporation (the "Corporation"), is intended to effectuate the liquidation (including making adequate provisions for the liabilities of the Corporation) and dissolution of the Corporation.

1. **Approval of Plan.** This Plan shall be effective as of June 30, 2001.
2. **Execution of the Plan.** Upon the Plan being approved and consented to pursuant to paragraph 1, the Corporation shall be deemed to:
  - (a) Liquidate and convert to cash or other marketable assets all of the properties of the Corporation, if any, and, in connection therewith, the Corporation shall discharge and satisfy any liabilities and debts that may be outstanding. Such liquidation shall be in accordance with the provision of Section 331 of the Internal Revenue Code of 1986, as amended.
  - (b) Satisfy or make provisions for all debts of the Corporation, if any, and, as soon as practicable, shall distribute to its Shareholders all of its assets, subject to any remaining unpaid or unprovided for liabilities, if any. The Shareholders agree to surrender to the Corporation all of its stock for cancellation.
  - (c) Counsel for the Corporation shall file Articles of Dissolution of the Corporation under Section 607.1403 of the Florida Business Corporation Act, and the President of the Corporation will execute any and all documents which may be necessary in order to effectuate the dissolution of the Corporation.
  - (d) Within 30 days after the date of this plan of dissolution, the President of the Corporation shall file Form 966 with the District Director of Internal Revenue, Atlanta, Georgia, together with a certified copy of this resolution.
3. **Authorization of All Necessary Acts.** The Directors and officers of the Corporation are further authorized and directed to adopt all resolutions, execute and file all certificates, documents, forms and papers, and to take all other actions they deem necessary or desirable for the purpose of carrying out this Plan and effecting the complete liquidation of the Corporation's assets, winding up its business and affairs and effecting its dissolution in accordance with the expressed intent of the Shareholders and the Directors.

**Directors:**


  
Hermann Schaum

  
Kenneth S. Beall, Jr.

  
Karl-Heinz Kleinschnittger

**Sole Shareholder:**

Oceanic Holding Estates Limited, a British Virgin  
Islands corporation

By:   
Kenneth S. Beall, Jr., Vice President