

WEAVER & McCLENDON, PA
LAW OFFICES

James M. Weaver *
James C. McClendon II *

of counsel: Timothy R. Wiseman, JD, CPA

P95000062387

December 20, 2001

Division of Corporations
Florida Department of State
Post Office Box 6327
Tallahassee, FL 32314-6327

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*****35.00 *****35.00

Re: REEVES & COMPANY, P.A. / Dissolution

Dear Sir or Madam:

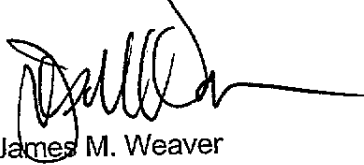
With regard to the dissolution of the above-captioned Florida corporation, enclosed please find the following:

1. Original and copy of Articles of Dissolution dated December 19, 2001; and
2. Check in the amount of \$35.00.

Please file the original and stamp the copy of the Articles of Dissolution, returning it to us in the self-addressed stamped envelope enclosed for your convenience.

Should you have any questions in connection herewith, please advise.

Sincerely yours,



James M. Weaver

JMW/ef
Enclosures
cc: Dwight Reeves, CPA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

January 4, 2002

JAMES M. WEAVER
P.O. BOX 466
LAKE WALES, FL 33859-0466

SUBJECT: REEVES & COMPANY, P.A.
Ref. Number: P95000062387

We have received your document for REEVES & COMPANY, P.A. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please include the exhibit(s) referred to in your document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6916.

Carol Mustain
Corporate Specialist

Letter Number: 002A00000430

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02 JAN -9 PM 12:28
DIVISION OF CORPORATIONS

WEAVER & McCLENDON, PA
L A W O F F I C E S

*James M. Weaver **
*James C. McClendon II **
of counsel:
Timothy R. Wiseman, JD, CPA
* ALSO ADMITTED IN GA

January 7, 2002

Ms. Carol Mustain
Division of Corporations
Florida Department of State
Post Office Box 6327
Tallahassee, FL 32314-6327

Re: *REEVES & COMPANY, P.A. / Dissolution*

Dear Ms. Mustain:

Pursuant to your letter of January 4, 2002, a copy of which is enclosed, please find the following documents:

1. Copy of Shareholder's Agreement for Dissolution of Reeves & Company, P.A.; and
2. Original and copy of Articles of Dissolution of Reeves & Company, P.A.

Please recall that my legal assistant, Erica Falchetti, spoke with you on Monday, January 7, wherein you advised her that you would backdate the Articles of Dissolution so that the effective date would be December 31, 2001.

Please file the original and stamp the copy of the Articles of Dissolution, returning it to us in the self-addressed stamped envelope enclosed for your convenience.

Should you have any questions in connection herewith, please advise.

Sincerely yours,



James M. Weaver

JMW/ef
Enclosures

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**ARTICLES OF DISSOLUTION
OF
REEVES & COMPANY, P.A.**

1. The name of the corporation is **REEVES & COMPANY, P.A.**, a Florida corporation.

2. The name and address of its shareholder, officer, and director is:

DWIGHT L. REEVES
Sole Officer & Director
450 Ridge Manor Drive
Lake Wales, FL 33853

3. On December 19, 2001, dissolution was unanimously approved and authorized by the shareholder, an executed copy of which is attached hereto.

4. The effective date of dissolution of the corporation is December 31, 2001.

5. All debts, obligations, and liabilities of the Corporation have been paid or discharged or adequate provision has been made for them; all right, title, and interest to the remaining property and assets of the Corporation have been distributed to its shareholder; and there are no actions pending against the Corporation in any court.

DATED December 19, 2001.

REEVES & COMPANY, P.A.,

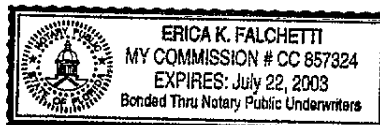
Dwight L. Reeves
By: **DWIGHT L. REEVES**, President

01 DEC 31 PM 1:14
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACKNOWLEDGMENT

This instrument was acknowledged before me in Polk County, Florida, on December 19, 2001, by **DWIGHT L. REEVES**, President, of **REEVES & COMPANY, P.A.**, personally known to me, or driver's licenses verified identities (indicate by "X").

Erica K. Falchetti
Notary Public



**SHAREHOLDER'S AGREEMENT FOR DISSOLUTION
OF
REEVES & COMPANY, P.A.**

WHEREAS, the undersigned holder of all of the capital stock of **REEVES & COMPANY, P.A.**, a Florida corporation, has determined that it would be advisable and in the best interest of the Corporation and its shareholder for the Corporation to be dissolved; now, therefore, be it:

1. RESOLVED, that the shareholder of **REEVES & COMPANY, P.A.**, hereby agrees to dissolve the Corporation;

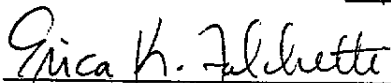
2. RESOLVED FURTHER, that the officer and director of **REEVES & COMPANY, P.A.**, is authorized and directed to take all actions necessary to wind up the affairs of the Corporation, including the sale, conveyance, or assignment of any or all of the Corporation's assets, and to execute any documents or instruments necessary and incidental thereto;

3. RESOLVED FURTHER, that the officer and director of **REEVES & COMPANY, P.A.**, is authorized and directed to apply the assets, in cash or in kind, of the Corporation to pay its known debts and obligations, and after disposing of corporate assets and making suitable provision for the payment of all of its known debts, the officer and director is authorized and directed to distribute the remainder of the Corporation's assets to the shareholder;

4. RESOLVED FURTHER, that the officer and director is hereby authorized and required to execute all documents, instruments, reports, tax returns, certificates, and affidavits required by any federal, state, or local government in connection with or by reason of the liquidation and dissolution of **REEVES & COMPANY, P.A.**, or on behalf of the Corporation, including U.S. Treasury Department Form 966;

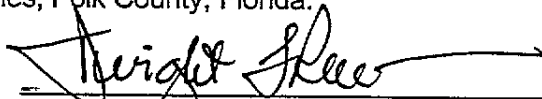
5. RESOLVED FURTHER, that on completion of all liquidation actions, the officer and director of the Corporation is hereby authorized and required to file all documents required by law to complete the winding up of the affairs and the dissolution of the Corporation.

DATED December 19, 2001, at Lake Wales, Polk County, Florida.



↑ WITNESS #1 SIGN ABOVE ↑

PRINT WITNESS NAME > Erica K. Falchetti



DWIGHT L. REEVES

↑ WITNESS #2 SIGN ABOVE ↑



PRINT WITNESS NAME > JAMES M. WEAVER