

P96000078105

STONE & GERKEN, P.A.

ATTORNEYS AT LAW

4850 N. Highway 19A  
Mt. Dora, Florida 32757  
(352) 357-0330  
Fax (352) 357-2474

LEWIS W. STONE  
SCOTT A. GERKEN  
JASON E. MERRITT

MAILING ADDRESS:  
Post Office Drawer 2048  
Eustis, Florida 32727-2048

September 27, 2002

Via Priority Mail

Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32399

500008129045--9  
-10/01/02--01048--007  
\*\*\*\*\*43.75 \*\*\*\*\*43.75

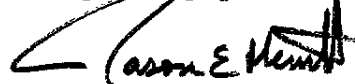
Re: When Pigs Fly, Inc.

Dear Sir or Madam:

Enclosed please find the original and copy of the Articles of Dissolution, Written Consent of the Stockholders and Directors, and Affidavit to Secretary of State regarding the above-referenced corporation. Also, enclosed is a check in the amount of \$43.75 which represents your filing fee and certified copy of the Articles of Dissolution.

Thank you for your assistance in this matter.

Very truly yours,



Jason E. Merritt

FILED  
02 OCT -1 AM 11:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

JEM:dm  
Enclosures  
xc: When Pigs Fly, Inc.

Voldis  
T. Lewis 10/2/02

ARTICLES OF DISSOLUTION PURSUANT TO  
SECTIONS 607.1402 AND 607.1403 OF THE FLORIDA GENERAL BUSINESS  
CORPORATION ACT OF  
WHEN PIGS FLY, INC.

Pursuant to the provisions of Sections 607.1402 and 607.1403 of the Florida General Corporation Act, the undersigned corporation adopts the following articles of dissolution for the purpose of dissolving the corporation effective September 30, 2002:

1. The name of the corporation is When Pigs Fly, Inc.
2. The names and respective addresses of the officers of corporation are as follows:

Alicia D. Williams  
427 N. Simpson Street  
Mount Dora, FL 32757

President

Eva C. Rylands  
5405 Pasadena Drive  
Orlando, FL 32809

Vice President

Abby Conrad  
417 N. Simpson Street  
Mount Dora, FL 32757

Secretary-Treasurer

3. The names and respective addresses of the directors of the corporation are as follows:

Alicia D. Williams  
427 N. Simpson Street  
Mount Dora, FL 32757

Eva C. Rylands  
5405 Pasadena Drive  
Orlando, FL 32809

Abby Conrad  
417 N. Simpson Street  
Mount Dora, FL 32757

4. Adequate provision has been made for the payment of all of the debts, obligations, and liabilities of the corporation by payment thereof except for any remaining tax liability which shall be unknown until such time as the final tax return has been filed and which liability, if any, the stockholders shall pay according to their respective interests.

5. All the property and assets of the corporation remaining after the payment of all debts, obligations, and liabilities of the corporation, have been distributed among its stockholders in accordance with their respective rights and interests.

FILED  
02 OCT -1 AM 11:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

7. The corporation elected to dissolve effective September 30, 2002 by unanimous written consent of stockholders, and such written consent has been signed by all stockholders of the corporation or signed in their names by their attorneys thereunto duly authorized. A copy of such written consent is attached to these articles.

Dated September 27<sup>th</sup>, 2002.

(CORPORATE SEAL)

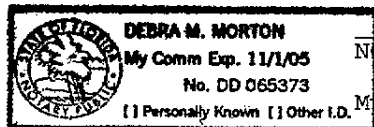
When Pigs Fly, Inc.

Alicia D. Williams  
Alicia D. Williams  
Eva C. Rylands  
Eva C. Rylands  
Abby Conrad  
Abby Conrad

State of Florida  
County of Lake

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared, ALICIA D. WILLIAMS, President of the corporation named above and she acknowledged executing the same for the uses and purposes therein expressed, freely and voluntarily under authority duly vested in her by said corporation.

WITNESS my hand and official seal in the County and State last aforesaid this 27<sup>th</sup> day of September, 2002.

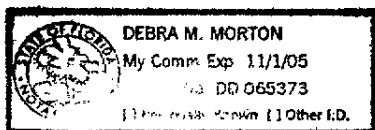


Debra M. Morton  
NOTARY PUBLIC  
My Commission Expires:

State of Florida  
County of LAKE

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared, EVA C. RYLANDS, Vice President, of the corporation named above and she acknowledged executing the same for the uses and purposes therein expressed, freely and voluntarily under authority duly vested in her by said corporation.

WITNESS my hand and official seal in the County and State last aforesaid this 27<sup>th</sup> day of September, 2002.



Debra M. Morton  
NOTARY PUBLIC  
My Commission Expires:

Articles of Dissolution  
When Pigs Fly, Inc.  
Page 3

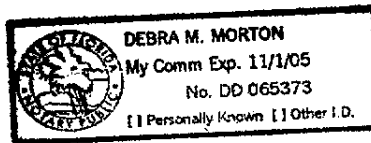
State of Florida  
County of Lake

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared, ABBY CONRAD, Secretary-Treasurer, of the corporation named above and she acknowledged executing the same for the uses and purposes therein expressed, freely and voluntarily under authority duly vested in her by said corporation...

WITNESS my hand and official seal in the County and State last aforesaid this 27<sup>th</sup> day of September, 2002.

Debra M. Morton  
NOTARY PUBLIC

My Commission Expires:



WRITTEN CONSENT OF THE STOCKHOLDERS AND DIRECTORS IN  
LIEU OF SPECIAL MEETING OF THE STOCKHOLDERS AND  
BOARD OF DIRECTORS PURSUANT TO SECTION 607.1402 AND 607.1403  
OF THE FLORIDA GENERAL CORPORATION ACT

The undersigned, being all the Stockholders and Directors of WHEN PIGS FLY, INC., hereby take the following actions by written consent in lieu of a Special Meeting of the Board of Directors and Stockholders:

RESOLVED, that the corporation be liquidated in accordance with the provisions of State law, and further

RESOLVED, that in accordance with such plan of liquidation, the officers, directors and the accountant for the corporation be and they hereby are authorized and directed to:

1. timely file with the District Director of Internal Revenue Service at Chamblee, Georgia, a proper final tax return,
2. transfer all of the assets of the corporation to the shareholders of the corporation,
3. file Articles of Dissolution with the Secretary of State in Tallahassee, Florida,
4. file all other forms and documents required by the State of Florida and the Federal Government, including all required tax returns, as soon as possible after the distribution of the corporate assets, and
5. provide for the payment of any indebtedness owed by the corporation to any creditors and/or lienors.

FURTHER, RESOLVED, that all actions taken on behalf of this corporation by the officers and directors in connection with the foregoing determination to liquidate and dissolve the corporation, the possible sale or distribution of its assets, be and the same are hereby ratified and confirmed in all respects.

DATED this 27<sup>th</sup> day of September, 2002.

(CORPORATE SEAL)

WHEN PIGS FLY, INC.

Alicia D. Williams  
Alicia D. Williams, President

Attest:

Abby Conrad  
Abby Conrad, Secretary

SHAREHOLDERS and DIRECTORS:

Alicia D. Williams  
Alicia D. Williams

Abby Conrad  
Abby Conrad

Eva C. Rylands  
Eva C. Rylands

AFFIDAVIT TO SECRETARY OF STATE  
RE LIQUIDATION

We, the Officers and Directors of WHEN PIGS FLY, INC., in accordance with the requirements of the General Corporation Law of the State of Florida, and in order to obtain the dissolution of said corporation, as provided by said Law, DO HEREBY CERTIFY AS FOLLOWS:

The principal office of WHEN PIGS FLY, INC. in the State of Florida is located at 121 N. Highland Street, Mount Dora, County of Lake, State of Florida and the agent upon whom process against this corporation may be served Thomas O'Rourke, 7481 W. Oakland Park Blvd., Fort Lauderdale, FL 33319.

The dissolution of said When Pigs Fly, Inc. has been duly authorized effective as of September 30, 2002 as evidenced by the attached Unanimous Written Consent of Stockholders and Directors in Lieu of Special Meeting in accordance with the provisions of Section 607.1402 of the General Corporation Law of the State of Florida.

The following is a list of the names and residence addresses of the directors of the said corporation:

Alicia D. Williams  
427 N. Simpson Street  
Mount Dora, FL 32757

Eva C. Rylands  
5405 Pasadena Drive  
Orlando, FL 32809

Abby Conrad  
417 N. Simpson Street  
Mount Dora, FL 32757

The following is a list of the names and residence addresses of the officers of the corporation:

Alicia D. Williams  
427 N. Simpson Street  
Mount Dora, FL 32757

Eva C. Rylands

Affidavit to Secretary of State  
When Pigs Fly, Inc.  
Page 2

5405 Pasadena Drive  
Orlando, FL 32809

Abby Conrad  
417 N. Simpson Street  
Mount Dora, FL 32757

DATED this 27<sup>th</sup> day of September, 2002.

(CORPORATE SEAL)

WHEN PIGS FLY, INC.

  
ALICIA D. WILLIAMS

  
EVA C. RYLANDS

  
ABBY CONRAD