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SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 OCT 25 PM 2:24

October 22, 2001

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

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

Re: Dissolution of Sky Dive Palm Beach, Inc.

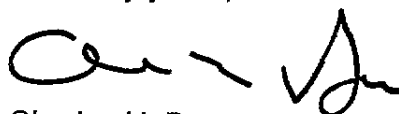
Gentlemen:

Enclosed please find an original and one copy of the Articles of Dissolution for Sky Dive Palm Beach, Inc., along with our check in the amount of \$35.00 for the filing fee. We have also enclosed Minutes of a Special Meeting of the Board of Directors and Shareholders regarding the same.

Please return a stamped copy to our office in the self-addressed envelope that has been provided for your convenience.

Should you have any questions or comments, please do not hesitate to call.

Sincerely yours,



Charles H. Burns

CHB/lt

Enclosures

Ud/s

V SHEPARD OCT 30 2001

**ARTICLES OF DISSOLUTION BY
SKY DIVE PALM BEACH, INC.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 OCT 25 PM 2:24

To: Department of State
Tallahassee, FL 32304

Date Paid:
Filing Fee: \$

Pursuant to the provisions of Section 607.251 of the Florida General Corporation Act, the undersigned corporation hereby adopts the following Articles of Dissolution for the purpose of dissolving the corporation:

1. The name of the Corporation is **SKY DIVE PALM BEACH, INC.**
2. The names and respective addresses of the officers of the corporation are as follows:

PATRICK DODGIN
127 Barbados Drive
Jupiter, FL 33458
3. The names and respective addresses of the directors of the corporation are as follows:

PATRICK DODGIN
127 Barbados Drive
Jupiter, FL 33458
4. All liabilities and obligations of the corporation have been paid or discharged as of the date these Articles are executed.
5. All property and assets of the corporation remaining after the payment of all debts, obligations and liabilities of the corporation, have been distributed among its shareholders in accordance with their respective rights and interests.

6. The corporation has elected to dissolve by act of the corporation, a resolution to dissolve having been duly adopted by the shareholders on October 12, 2001. A copy of such resolution is attached to these articles.

Dated this 15 day of October, 2001.

SKY DIVE PALM BEACH, INC.

By: Patrick Dodgin
PATRICK DODGIN
President and Director

**MINUTES OF A SPECIAL MEETING OF
THE BOARD OF DIRECTORS OF
SKY DIVE PALM BEACH, INC.**

A Special Meeting of the Board of Directors was held at 2:00 p.m. on October 12, 2001, at 1080 East Indiantown Road, Jupiter, Florida 33477, pursuant to the foregoing call of the President dated October 1, 2001. All directors were present and signed a Waiver of Notice of such meeting, which waiver has been filed with corporate records and is attached and made a part of the minutes of this meeting. PATRICK DODGIN was present, constituting a quorum, as the President of the meeting.

Director, PATRICK DODGIN, acted as Chairman of the meeting and acted as Secretary of the meeting also.

The President and Director, PATRICK DODGIN, moved that the corporation adopt the resolution to dissolve the corporation and distribute all assets to its shareholders.

Resolved, the Board of Directors of this corporation hereby authorize the dissolution of the corporation and a distribution of all assets of the corporation according to the terms and conditions of the Bylaws.

Resolved further that the President of the corporation be, and hereby is authorized, and directed to execute and deliver in the name and on behalf of the corporation all bills of sale, assignments and other instruments of transfer as may be deemed necessary or proper to affect the transfer of the assets of the corporation.

It is Resolved further that the President of the corporation be and is hereby authorized and directed to execute and deliver to the Secretary of State for the State of Florida Articles of Dissolution formally dissolving this corporation.

There being no further business before the Meeting, on motion duly made, seconded and carried, the meeting was adjourned.