

P96000084809

**SMITH
SAUER
& DEMARIA**

ATTORNEYS AT LAW

June 8, 2000

*G. Thomas Smith
Board Certified
Real Estate Attorney*

FILED STATE
SECRETARY OF CORPORATION
00 JUN 19 PM 4:05

Secretary of State
Corporate Records Division
Department of State
P. O. Box 6327
Tallahassee, FL 32314

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-06/19/00--01121--013
*****35.00 *****35.00

RE: Corporate Document Number P96000084809

Dear Sir/Madame:

Enclosed please find the original a copy of the Articles of Dissolution for the above captioned corporate document number along with a check in the amount of \$35.00 to cover the filing fee. I have also enclosed copies of the Resolution and Minutes. Please return the copy of the Articles of Dissolution to me date-stamped as evidence of filing. → *Returned*

Your time and attention to this matter are greatly appreciated and if you have any questions, please do not hesitate to give our office a call at (850) 434-2761.

Sincerely,

Gloria Heckman

Gloria Heckman
Legal Assistant to
G. Thomas Smith

/enclosures

Uoldis

V. SHEPARD JUN 22 2000

ARTICLES OF DISSOLUTION

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JUN 19 PM 4:05

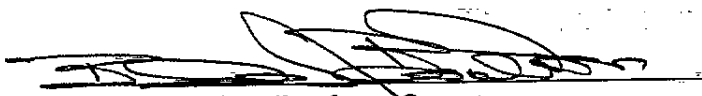
1. The name of the corporation is B & S Enterprises of Northwest Florida, Inc..
2. The names and respective addresses of its officers are:

Brenda J. Boulton - 3073 Gulf Breeze Parkway, Gulf Breeze, FL 32561
Vida Straley - 3073 Gulf Breeze Parkway, Gulf Breeze, FL 32561
3. The names and respective addresses of its directors are:

Brenda J. Boulton - 3073 Gulf Breeze Parkway, Gulf Breeze, FL 32561
Vida Straley - 3073 Gulf Breeze Parkway, Gulf Breeze, FL 32561
4. All debts, obligations and liabilities of the corporation have been paid or discharged or adequate provision has been made therefore.
5. All the remaining property and assets of the corporation have been distributed among its shareholders in accordance with their respective rights and interests (or no property remained for distribution to shareholders after applying it to the payment of liabilities and obligations of the corporation).
6. There are no actions pending against the corporation in any court (or adequate provision has been made for the satisfaction of any judgment, order or decree which may be entered against the corporation in any pending action).
7. A copy of the resolution to dissolve is attached. That resolution was adopted by the shareholders of the corporation on the 22nd day of February, 2000.

DATED this 22nd day of February, 2000.


Brenda J. Boulton, Vice President


Brenda J. Boulton, Secretary

STATE OF FLORIDA
COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me by Brenda J. Boulton who is the Vice President of B & S Enterprises of Northwest Florida, Inc. and who is personally known to me or produced a FL Drivers' License as identification on this 24th day of March, 2000.

NOTARY STAMP:

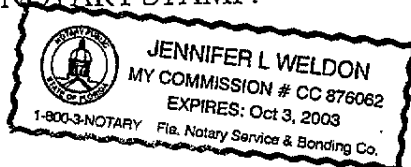


Jennifer L. Weldon
NOTARY PUBLIC
Printed Name: Jennifer L. Weldon
My Commission Expires:

STATE OF FLORIDA
COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me by Brenda J. Boulton who is the Secretary of B & S Enterprises of Northwest Florida, Inc. and who is personally known to me or produced a FL Driver's License as identification on this 24th day of March, 2000.

NOTARY STAMP:



Jennifer L. Weldon
NOTARY PUBLIC
Printed Name: Jennifer L. Weldon
My Commission Expires:

RESOLUTION OF THE SHAREHOLDERS OF
B & S ENTERPRISES OF NORTHWEST FLORIDA, INC.

WHEREAS, the Shareholders of B & S Enterprises of Northwest Florida, Inc. have declared it advisable that the corporation be dissolved effective February 22, 2000 be approved.


WHEREAS, the Shareholders of B & S Enterprises of Northwest Florida, Inc. do hereby approve of the dissolution of said Corporation.

RESOLVED, that the dissolution of B & S Enterprises of Northwest Florida, Inc., effective February 22, 2000, are hereby approved.

RESOLVED FURTHER, that the Chairman and Secretary of this meeting are hereby authorized and directed to make, execute, and acknowledge a certificate under the corporation seal of this Corporation.

I, Brenda J. Boulton, do hereby certify that I am the duly elected and qualified secretary and the keeper of the records and corporate seal of B & S Enterprises of Northwest Florida, Inc., a corporation organized and existing under the laws of the State of Florida, and that the above is a true and correct copy of a resolution duly adopted at a meeting of the Shareholders thereof, convened and held in accordance with law and bylaws of said Corporation on February 22, 2000, and that such resolution is now in full force and effect.

IN WITNESS WHEREOF, I have affixed my name as Secretary and have caused the corporate seal of said Corporation to be hereunto affixed, this 22nd day of February, 2000.


Brenda J. Boulton, Secretary