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THOMAS COVE DEVELOPMENT, INC.
P O BOX 235
FT WALTON BEACH, FL 32547
59-3410040

December 27, 1999

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

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-12/30/99--01039--002
*****52.50 *****52.50

Gentlemen:

Please find enclosed Articles of Dissolution of Thomas Cove Development, Inc. proving the dissolution of said corporation in accordance with the laws of the State of Florida. The shareholders of Thomas Cove Development, Inc. provide the following:

1. The name and address of the corporation was Thomas Cove Development, Inc., P. O. Box 235 Ft. Walton Beach, FL 32547, and its federal identification number was 59-3410040.
2. The date dissolution was authorized was December 20, 1999.
3. The dissolution was approved by 100% of the corporation shareholders which was sufficient for approval.
4. The corporation has paid all outstanding debts.
5. The corporation has distributed all remaining assets in accordance with the laws of the State of Florida and its own by-laws.
6. All federal and state tax returns have been filed.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Since the corporation is in compliance with existing federal and state regulations, please accept the attached Articles of Dissolution in complete liquidation of Thomas Cove Development, Inc. and issue a certified copy proving said dissolution. Please find enclosed check for \$52.50 for filing fees, and one certified copy of the dissolution, and one certificate of status.

Sincerely,


William E. Zuppa, Treasurer
Thomas Cove Development, Inc.

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ARTICLES OF DISSOLUTION

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

Pursuant to section 607.1403, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST: The name of the corporation is: Thomas Cove Development, Inc.

SECOND: The date dissolution was authorized: December 20, 1999

THIRD: Adoption of Dissolution (CHECK ONE)

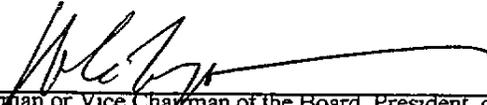
Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.

Dissolution was approved by vote of the shareholders through voting groups.

[The following statement must be separately provided for each voting group entitled to vote separately on the plan to dissolve:

"The number of votes cast for dissolution was sufficient for approval by _____."]
(voting group)

Signed this 27th day of December, 1999.

Signature 
(By the Chairman or Vice Chairman of the Board, President, or other officer)

William E. Zuppa
(Typed or printed name)

Treasurer
(Title)