

Division of Corporations

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Division of Corporations
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DISSOLUTION OR WITHDRAWAL

ABSOLUTE F & D, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF DISSOLUTION
OF**

ABSOLUTE F&D, INC.

ABSOLUTE F&D, INC. (the "Corporation") hereby adopts the following Articles of Dissolution pursuant to 607.1403 of the Florida Business Corporation Act:

ARTICLE 1: NAME

The name of the Corporation is: **ABSOLUTE F&D, INC.**

ARTICLE 2: INITIAL FILING

The Articles of Organization were filed on February 6, 1997. and assigned documents number P97000012439.

ARTICLE 3: AUTHORIZATION

Dissolution was authorized on December 31, 2006.

ARTICLE 4: SHAREHOLDER AGREEMENT

Dissolution was approved by a unanimous vote of all of the shareholders of the Corporation. This unanimous approval was sufficient for dissolution.

ARTICLE 5: DEBTS AND LIABILITIES

All debts, obligations and liabilities of the Corporation have been paid or discharged.

ARTICLE 6: SUITS/JUDGEMENTS

There are no suits pending against the Corporation in any court.

IN WITNESS WHEREOF, the undersigned have signed these Articles of Dissolution this

16 day of May, 2007.

 (SEAL)
Frank Cipolla, President

Prepared by:
Marilyn M. Polson
Fisher & Sauls, P.A.
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St. Petersburg, Florida 33701
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