Division of Corporations

0056670

Florida Department of State

Division of Corporations Public Access System Sandra B. Mortham, Secretary of State

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To:

Division of Corporations

Fax Number : (850)922-4000

From:

: JOHNSON, BLAKELY, POPE, BOKER, RUPPEL & BURNS, P.A. Account Name

Account Number : 076666002140 : (813)461-1818 Phone : (813)441-8617 Fax Number

DISSOLUTION

HOUSEHOLD HELPERS, INC.

| Certificate of Status | 1 |
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| Certified Copy | 0 |
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| Estimated Charge | \$43.75 |

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FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

November 12, 1998

HOUSEHOLD HELPERS, INC. 8207 CRENSHAW CIRCLE TAMPA, FL 33615

SUBJECT: HOUSEHOLD HELPERS, INC.

REF: P97000056670

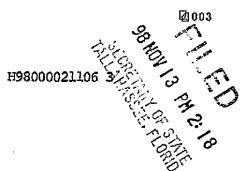
We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The corporate name shown above the signature of Mary Catherine Stanislaus is incorrect.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6906.

Darlene Connell Corporate Specialist FAX Aud. #: E98000021106 Letter Number: 398A00054761



ARTICLES OF DISSOLUTION OF HOUSEHOLD HELPERS, INC.

The undersigned, constituting the President and the Secretary of HOUSEHOLD HELPERS, INC., does hereby certify and affirm that the following are true and correct:

- 1. The name of Corporation: HOUSEHOLD HELPERS, INC.
- 2. <u>Debts, Obligations and Liabilities</u>: All debts, obligations and liabilities of HOUSEHOLD HELPERS, INC., have been paid or discharged, or, adequate provision for same has been satisfactorily made.
- 3. <u>Property and Assets</u>: All property and assets of HOUSEHOLD HELPERS, INC., will be distributed to its sole stockholder, in accordance with her rights and interests after such assets were used to satisfy the liabilities and obligations of HOUSEHOLD HELPERS, INC.
- 4. <u>Pending Action:</u> There are no actions pending against HOUSEHOLD HELPERS, INC., in any court.
- 5. <u>Stockholder Action</u>: Attached hereto is an executed copy of the written consent of the sole stockholder of HOUSEHOLD HELPERS, INC., to dissolve the Corporation. A total of One Hundred (100) shares out of One Hundred (100) shares voted for the dissolution.
- 6. <u>Effective Date:</u> Theses Articles of Dissolution were approved on the 31st day of October, 1998, and shall be effective as of the date of filing of these Articles.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Dissolution on the State day of November, 1998.

HOUSEKOID RELPERS, INC. a Fiorida corporation

MARY CATHERINE STANISLAUS,

President and Secretary

Prepared by: Michael G. Little, Esquire 911 Chestnut Street Clearwater, FL 33757 (727) 461-1818 FL Bar No. 861677

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CERTIFIED COPY OF MINUTES OF SPECIAL MEETING OF SOLE STOCKHOLDER AND SOLE DIRECTOR OF HOUSEHOLD HELPERS, INC.

A Special Meeting of the sole stockholder and sole director of HOUSEHOLD HELPERS, INC. (the "Corporation"), was held at the offices of the Corporation on the 31st day of October, 1998, pursuant to waiver of notice thereof.

MARY CATHERINE STANISLAUS, as the sole officer of the Corporation, presided at the meeting as President and Secretary.

MARY CATHERINE STANISLAUS, as the sole stockholder and sole director of the Corporation waived notice of meeting.

The President announced that the purpose of the meeting was to discuss and act upon a proposal to liquidate and dissolve the Corporation. After careful consideration, the following resolution was unanimously adopted by the sole stockholder and sole director:

RESOLVED, that the following plan of complete liquidation of HOUSEHOLD HELPERS, INC., in accordance with the provisions of Sections 331 and 336 of the Internal Revenue Code of 1986, as amended, be and is hereby adopted:

- The officers and directors are authorized and directed to proceed promptly to wind up the Corporation's affairs, to collect and reduce to possession its assets and to pay or provide for its liabilities.
- As soon as possible, counsel for the Corporation shall file an Articles of Dissolution of the Corporation with the Secretary of the State of Florida, and the officers of the Corporation are authorized to execute all documents necessary in connection with the dissolution.
- The Corporation's assets shall be distributed to the sole stockholder of the Corporation upon cancellation of the shares owned by such stockholder.

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- 4. The officers shall wind up the affairs of the Corporation; pay or provide for its liabilities; establish a reserve in a reasonable amount to meet the known liabilities and liquidating expenses and estimated unascertained or contingent liabilities and continued expenses, if they deem such reserve desirable; distribute the sales proceeds and any other assets, subject to any remaining liabilities, to the stockholder, and cancel his shares; take all appropriate and necessary action to dissolve the Corporation under Florida law.
- 5. If a reserve is established for claims against the Corporation, the officers shall arrange for the distribution of any unused balance of the reserve to the stockholders as soon as practicable.

There being no further business to come before the meeting, the meeting was duly adjourned.

The undersigned certifies and affirms that the aforementioned minutes properly evidence the actions taken by the sole stockholder and sole director at a properly-held meeting.

MARY CATHERINE STANISLAUS,

President/Secretary

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STATE OF FLORIDA) COUNTY OF PINELLAS)

The foregoing instrument was acknowledged before me this 5th day of November, 1998 by MARY CATHERINE STANISLAUS, as President and Secretary of HOUSEHOLD HELPERS, INC., a Florida corporation, on behalf of the Corporation. Said individual: [\(\sqrt{} \) (a) is personally known to me; or [] (b) has produced (type of identification) as identification.

(Signature of Notary)

My Comm. Expires Jan. 7, 2000

(Print, Type or Stamp Commission Name of Notary Public)

Date of Expiration and Number of Commission:

0169305.01