

P97000073826

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909 MAR WALT DRIVE, SUITE 1014

FT. WALTON BEACH, FLORIDA 32547-6711

C. LEDON ANCHORS  
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C. JEFFREY MCINNIS  
LAWRENCE KEEFE  
HARMON O. MASSEY, JR.\*\*

AREA CODE 850  
TELEPHONE 863-4064  
FAX 862-1138

\*ALSO ADMITTED IN ALABAMA  
\*\*ALSO ADMITTED IN MISSISSIPPI

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-04/30/98--01074--027  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

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

RE: Dissolution of Hobson Consulting, Inc.

Dear Sirs:

I am enclosing the original and one copy of the Article of Dissolution in connection with the liquidation of the above referenced corporation, as well as the corporate resolution passed in regard thereto. I am also enclosing our firm check to cover the cost of dissolving the corporation in question. If you need any further documentation in order to dissolve the corporation, please let me know. If you do not and if you find the enclosures in order, it would be appreciated if you would take the necessary steps to formally dissolve the corporation. If you have any questions or problems concerning this matter, please call me collect or in my absence my secretary, Belinda. Thereafter, please provide this office with a certificate evidencing that the corporation has been dissolved.

Sincerely yours,

ANCHORS, FOSTER, MCINNIS & KEEFE, P.A.

*W. Scott Foster*

William Scott Foster

WSF/bjm/Dissolve.ltr

Enclosures

EFFECTIVE DATE  
5-1-98

FILED  
98 APR 30 AM 10:29  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Dissolution*

*WJ  
5/19*



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

May 8, 1998

WILLIAM SCOTT FOSTER  
ANCHORS, FOSTER, MCINNIS & KEEFE, P.A.  
909 MAR WALT DRIVE, SUITE 1014  
FORT WALTON BEACH, FL 32547-6711

SUBJECT: HOBSON CONSULTING, INC.  
Ref. Number: P97000073826

We have received your document for HOBSON CONSULTING, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must state the date the dissolution was authorized.

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) 487-6908.

Teresa Brown  
Corporate Specialist

Letter Number: 698A00025680

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*Attorneys at Law*

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May 13, 1998

Teresa Brown  
Corporate Specialist  
Florida Dept. of State  
P.O. Box 6327  
Tallahassee, FL 32314

RE: Hobson Consulting, Inc.  
Ref. Number: P97000073826

Dear Ms. Brown:

As per your instructions in your letter to me dated May 8, 1998, enclosed you will find the Articles of Dissolution revised (see paragraph 8) to reflect the effective date of dissolution. This date was reflected in the Plan of Liquidation which is attached to the Articles. If you need anything further on this matter, please let me know.

Sincerely yours,

ANCHORS, FOSTER, MCINNIS & KEEFE, P.A.

*W. Scott Foster*

William Scott Foster

WSF/bjm

Enclosures

EFFECTIVE DATE

5-1-98

FILED  
98 APR 30 AM 10:29  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

STATE OF FLORIDA )  
COUNTY OF OKALOOSA )

ARTICLES OF DISSOLUTION

1. The name of the corporation is Hobson Consulting, Inc. a Florida corporation (the "Corporation").

2. The name and respective address of the officers of the Corporation are:

President/Secretary	James L. Hobson, Jr. 928 The Masters Boulevard Shalimar, Florida 32579
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Vice-President/Treasurer	Diane J. Hobson 928 The Masters Boulevard Shalimar, Florida 32579
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3. The name of the sole Director of the Corporation is James L. Hobson, Jr. and his mailing address is 928 The Masters Boulevard, Shalimar, Florida 32579.

4. All debts, liabilities and other obligations of the Corporation have been paid or discharged or adequate provision has been made therefore.

5. After applying the property and assets of the Corporation to the payment of its debts, liabilities and other obligations, the remaining property and assets of the Corporation have been distributed to the following Stockholders in the following proportions:

<u>STOCKHOLDER</u>	<u>PERCENTAGE INTEREST</u>
James L. Hobson, Jr.	100%

6. There are no actions pending against the Corporation in any Court.

7. A copy of the resolution to dissolve the Corporation adopted by the Board of Directors of the Corporation is attached.

8. This dissolution shall be effective as of May 1, 1998.  
The dissolution was authorized on April 23, 1998.

Also, the attached resolution was adopted by all the Stockholders of the Corporation on the same date that the same was adopted by the Board of Directors.

WITNESSES:

Sonia Spratling  
Print Name: Sonia Spratling  
Belinda J. McAvoy  
Print Name: Belinda J. McAvoy

HOBSON CONSULTING, INC.

By: James L. Hobson Jr.  
James L. Hobson, Jr. -  
President

ATTEST:

James L. Hobson Jr.  
James L. Hobson, Jr. -  
Secretary

STATE OF FLORIDA  
COUNTY OF OKALOOSA

Before me personally appeared James L. Hobson, Jr., the President and Secretary of the Corporation, and such person acknowledged before me that such person executed the foregoing Articles of Dissolution.

IN WITNESS WHEREOF, I have hereunto set my hand and seal on this 23<sup>rd</sup> day of April, 1998.

Belinda J. McAvoy  
Notary Public  
My Commission Expires:



CERTIFICATE

I do hereby certify that I am the duly elected and acting Secretary of Hobson Consulting, Inc., a Florida corporation (the "Corporation") and that Exhibit "A" attached hereto and made a part hereof is a true and correct copy of a resolution duly adopted by the Board of Directors and the Stockholders of the Corporation in connection with the complete liquidation of the Corporation under the Business Corporation Act of its state of incorporation.

WITNESS my hand as Secretary of the Corporation this 23<sup>rd</sup> day of April, 1998.

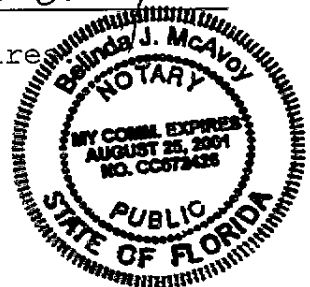
James L. Hobson Jr.  
James L. Hobson, Jr. - Secretary

STATE OF FLORIDA  
COUNTY OF OKALOOSA

Before me personally appeared James L. Hobson, Jr., the Secretary of the Corporation, and such person acknowledged before me that such person executed the foregoing instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal on this 23<sup>rd</sup> day of April, 1998.

Belinda J. McAvoy  
Notary Public  
My Commission Expires



PLAN OF LIQUIDATION  
(Unanimous Written Consent of Sole  
Director and Stockholder)

CORPORATION:       Hobson Consulting, Inc., a Florida  
                          corporation

DATE:               Effective May 1, 1998

The undersigned, being the sole Director and Stockholder of the Corporation, does hereby unanimously consent and approve the following resolutions, all effective as of the date set forth above:

RESOLVED, that the Corporation shall be liquidated and dissolved in accordance with the following plan of complete liquidation (herein called the "Plan") to be finalized in all events by May 1, 1998:

1. The President of the Corporation shall be authorized and empowered to sell or otherwise liquidate any and all of the assets of the Corporation which in his reasonable judgment should be sold or liquidated to facilitate the liquidation of the Corporation, which sale shall take place by May 1, 1998 (if at all).

2. Prior to the final liquidation of the Corporation:

(a) All then known debts, obligations and liabilities of the Corporation which can then be paid shall be paid, or the payment thereof shall be provided for, all as soon as practicable.

The term "debts, obligations and liabilities" shall include, but shall not be limited to, (i) expenses incident to the conduct and winding up of the business and affairs of the Corporation, (ii) expenditures or allowances made or incurred incident to the sale, liquidation or distribution of the assets of the Corporation, and (iii) attorneys' and accountants' expenses.

(b) After, and only after, paying or providing for the payment of said debts, liabilities and obligations, there shall be distributed, from time to time as determined and authorized by the Board of Directors of the Corporation, the remaining assets of the Corporation to the Stockholders in proportion to their stock ownership.

3. The Board of Directors of the Corporation shall be authorized and empowered to correct any defect or supply any omission in the Plan and reconcile any inconsistency or conflict in the Plan.

4. Upon the distribution of the remaining assets of the Corporation pursuant to the Plan, the Corporation shall be dissolved pursuant to the laws of the state in which the Corporation was established (which dissolution shall take place on or before May 1, 1998).

5. The President and the Secretary, and any Assistant Secretary of the Corporation, shall be authorized, empowered and directed in the name and on behalf of the Corporation, and under its corporate seal, where desired, to execute, attest, and deliver all contracts, conveyances, bills of sale, assignments, transfers, agreements, letters, notices, certificates, receipts, consents, releases and other instruments and documents deemed by the President of the Corporation to be proper in carrying out the Plan and to do any and all such acts, deeds and things as the President may deem necessary or appropriate to consummate any sale of any assets of the Corporation, or to effectuate or carry out the Plan or to effect the dissolution of the Corporation.

WITNESSES:

Sonia Spertling  
Print: Sonia Spertling  
Belinda J. McArby  
Print: Belinda J. McArby

James J. Hobson, Jr.  
James J. Hobson, Jr. -  
DIRECTOR/STOCKHOLDER