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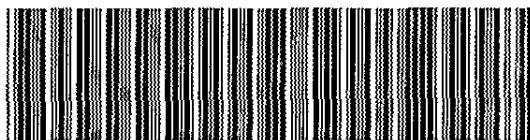
(Business Entity Name)

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02 NOV -8 AM 11:22

FLORIDA DEPARTMENT OF REVENUE  
DIVISION OF CERTIFICATE  
TALLAHASSEE, FLORIDA

FILED

02 NOV -8 PM 1:59

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*11*

**CT CORPORATION**

November 8, 2002

Secretary of State, Florida  
409 East Gaines Street  
N/A  
Tallahassee FL 32399

Re: Order #: 5718208 SO  
Customer Reference 1: None  
Customer Reference 2: Provided

Dear Secretary of State, Florida:

Please file the attached:

GCI (Fla), Inc. (FL)  
Dissolution  
Florida

Enclosed please find a check for the requisite fees. Please return evidence of filing(s) to my attention.

If for any reason the enclosed cannot be filed upon receipt, please contact me immediately at (850) 222-1092. Thank you very much for your help.

Sincerely,

Melanie S Strickland  
Fulfillment Specialist  
Melanie\_Strickland@cch-lis.com

660 East Jefferson Street  
Tallahassee, FL 32301  
Tel. 850 222 1092  
Fax 850 222 7615

ARTICLES OF DISSOLUTION

FILED  
02 NOV -8 PM 1:59  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

- FIRST:** The name of the corporation is GC1(FLA), INC.
- SECOND:** The date dissolution was authorized: OCTOBER 30, 2002
- THIRD:** Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.

Signed this 31st day of October, 2002.

  
STEPHEN ROSENBERG  
PRESIDENT

UNANIMOUS WRITTEN CONSENT OF THE SOLE SHAREHOLDER  
OF  
GC1(FLA), INC.

The undersigned, being the sole shareholder of GC1(FLA), Inc., a Florida corporation (the "Corporation"), hereby consents to and adopts the following resolutions.

WHEREAS, the business of the Corporation has ceased; and

WHEREAS, it is in the best interest of the Corporation to wind up its affairs and terminate its existence;

NOW THEREFORE, it is:

RESOLVED, that the Corporation be dissolved or terminated in the State of Florida and withdrawn from any other jurisdiction in which the Corporation is qualified to transact or conduct business; and it is

FURTHER RESOLVED, that the officers of the Corporation are hereby authorized to execute and file in the name of and on behalf of, the Corporation, such documents in the State of Florida and in any other jurisdiction in which the Corporation is qualified to transact or conduct business as are necessary or required to terminate or withdraw the Corporation in Florida and in any other applicable jurisdiction.

Dated: October 30, 2002

SOLE SHAREHOLDER:

  
Stephen Rosenberg