

Division of Corporations

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P97000083396

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DISSOLUTION

QUANTUM LEAP FARM, INC.

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DIVISION OF CORPORATIONS

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

April 6, 1999

QUANTUM LEAP FARM, INC.
10504 WOODSTOCK ROAD
ODESSA, FL 33556

SUBJECT: QUANTUM LEAP FARM, INC.
REF: P97000083396

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.

Section 15.16(3), Florida Statutes, requires each document to contain in the lower left-hand corner of the first page the name, address, and telephone number of the preparer of the original and, if prepared by an attorney licensed in this state, the preparer's Florida Bar membership number.

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Darlene Connell
Corporate Specialist

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Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

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ARTICLES OF DISSOLUTION
OF
QUANTUM LEAP FARM, INC.

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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

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

1. The name of Corporation: QUANTUM LEAP FARM, INC.
2. Debts, Obligations and Liabilities: All debts, obligations and liabilities of QUANTUM LEAP FARM, INC., have been paid or discharged, or, adequate provision for same has been satisfactorily made.
3. Property and Assets: All property and assets of QUANTUM LEAP FARM, 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 QUANTUM LEAP FARM, INC.
4. Pending Action: There are no actions pending against QUANTUM LEAP FARM, INC., in any court.
5. Stockholder Action: Attached hereto is an executed copy of the written consent of the sole stockholder of QUANTUM LEAP FARM, INC., to dissolve the Corporation. A total of One Hundred (100) shares out of One Hundred (100) shares voted for the dissolution.
6. Effective Date: These Articles of Dissolution were approved on the 31st day of January, 1999, 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 26th day of February, 1999.

Prepared by:
Michael G. Little, Esquire
911 Chestnut Street
Clearwater, Florida 33756
727-461-1818
FL Bar No. 861677

QUANTUM LEAP FARM, INC.,
a Florida corporation

By: Edie Dopking
EDIE DOPKING,
President and Secretary

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**CERTIFIED COPY OF MINUTES OF SPECIAL
MEETING OF SOLE STOCKHOLDER AND SOLE DIRECTOR
OF
QUANTUM LEAP FARM, INC.**

A Special Meeting of the sole stockholder and sole director of QUANTUM LEAP FARM, INC. (the "Corporation"), was held at the offices of the Corporation on the 31st day of January, 1999, pursuant to waiver of notice thereof.

EDIE DOPKING, as the sole officer of the Corporation, presided at the meeting as President and Secretary.

EDIE DOPKING, 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 QUANTUM LEAP FARM, 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:

1. 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.
2. 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.
3. 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.



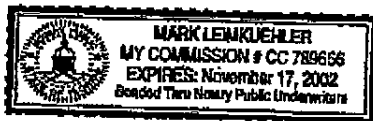
EDIE DOPKING,
President/Secretary

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STATE OF FLORIDA)
COUNTY OF PINELLAS)

The foregoing instrument was acknowledged before me this 1 day of March, 1999 by EDIE DOPKING, as President and Secretary of QUANTUM LEAP FARM, INC., a Florida corporation, on behalf of the Corporation. Said individual: [] (a) is personally known to me; or [] (b) has produced FL. D.L. (type of identification) as identification.



Mark Leimkuhler
(Signature of Notary Public)

Mark Leimkuhler
(Print, Type or Stamp Commissioned
Name of Notary Public)

Date of Expiration and Number 11/17/2002
of Commission:

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