

P97000099410



ACCOUNT NO. : 072100000032

REFERENCE : 766022 5011226

AUTHORIZATION :

*Kurt Halverson*

COST LIMIT : \$ 87.50

ORDER DATE : April 2, 1998

ORDER TIME : 9:37 AM

ORDER NO. : 766022-005

CUSTOMER NO: 5011226

CUSTOMER: Barbara Buchanan, Legal Asst  
Gray Harris & Robinson  
S.e. Bank Building, Suite 1200  
201 E. Pine Street  
Orlando, FL 32801

DOMESTIC FILINGS

300002476453--9

NAME: ACCESS FLORIDA TRANSPORT, INC.

XX ARTICLES OF DISSOLUTION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS:

FILED  
98 APR -2 PM 3:06  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
DIVISION OF CORPORATION  
98 APR -2 AM 10:58  
RECEIVED  
D. SS.  
CK

ARTICLES OF DISSOLUTION  
OF  
ACCESS FLORIDA TRANSPORT, INC.  
A Florida Corporation

FILED  
98 APR -2 PM 3:06  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I. NAME

The name of this Corporation is ACCESS FLORIDA TRANSPORT, INC.

ARTICLE II. DATE DISSOLUTION WAS AUTHORIZED

The dissolution of this Corporation was authorized on April 1, 1998.

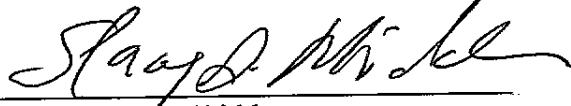
ARTICLE III. SHAREHOLDER APPROVAL

Dissolution was approved by fifty-one (51) of the one hundred (100) authorized and outstanding shares of this Corporation, and therefore the number cast for approval was a majority and is thereby sufficient within the meaning of Section 607.1403(1)(c), Florida Statutes.

ARTICLE IV. JOINT WRITTEN ACTION

A copy of the Minutes of the Joint Special Meeting of the Shareholders and Board of Directors of this Corporation approving the Plan of Complete Liquidation and Dissolution of this Corporation executed by the sole Director and the Shareholder holding a majority of the issued and outstanding shares of this Corporation is attached hereto.

ACCESS FLORIDA TRANSPORT, INC.

By:   
Stacey L. Whidden  
Its: President

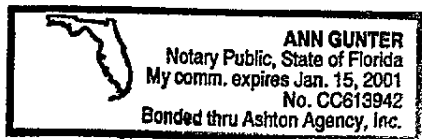
STATE OF FLORIDA  
COUNTY OF Orange

The foregoing instrument was acknowledged before me this 1st day of April, 1998, by  
Stacey L. Whidden, as President of ACCESS FLORIDA TRANSPORT, INC., a Florida  
corporation, on behalf of the corporation.

Ann Gunter  
Signature of Notary Public

ANN GUNTER  
(Print Notary Name)  
My Commission Expires: 1-15-2001  
Commission No.: CC 613942

AFFIX NOTARY STAMP



☐ Personally known, or  
☒ Produced Identification  
Type of Identification Produced:  
FL DL W350-792-68-742-0

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**MINUTES OF THE JOINT SPECIAL MEETING  
OF THE SHAREHOLDERS AND BOARD OF DIRECTORS OF  
ACCESS FLORIDA TRANSPORT, INC.**

The undersigned, being all of the members of the Board of Directors, and representing a majority of all of the outstanding stock of ACCESS FLORIDA TRANSPORT, INC., a Florida corporation (hereinafter referred to as the "Corporation"), hereby take the following actions pursuant to a joint special meeting of the Shareholders and Board of Directors held on Wednesday, April 1, 1998 at 9:00 a.m., at the offices of Gray, Harris & Robinson, P.A.:

WHEREAS, the sole Director of the Corporation has recommended dissolution to the shareholders of the Corporation;

WHEREAS, the majority Shareholder of the Corporation has determined that it is in the best interest of the Corporation that the Corporation be dissolved and liquidated.

RESOLVED, that the Corporation be completely liquidated in accordance with the provisions of Sections 331 and 336 of the Internal Revenue Code of 1986, as amended; and be it

FURTHER RESOLVED, that the Corporation be completely dissolved in accordance with the provisions of Sections 607.1402 and 607.1403, Florida Statutes.

FURTHER RESOLVED, that the sole Director and President of the Corporation is hereby authorized and directed to see that the following steps are undertaken in accordance with the following Plan of Complete Liquidation and Dissolution:

**PLAN OF COMPLETE LIQUIDATION AND DISSOLUTION**

1. FLORIDA ACCESS TRANSPORT, INC., a Florida corporation (hereinafter referred to as the "Corporation"), has issued and outstanding One Hundred (100) shares of

common stock having a par value of \$1.00 per share. The Corporation will cease to carry on its business, except insofar as may be necessary to wind up its affairs within the meaning of Section 607.1405, Florida Statutes, and will liquidate and distribute all of its assets in complete liquidation, within the meaning of Sections 331 and 336 of the Internal Revenue Code of 1986, as amended, less any assets retained to meet claims, beginning on April 1, 1998, the effective date of the complete liquidation and dissolution of the Corporation.

2. The sole Director and President of the Corporation is authorized to proceed as far as possible to collect all sums due the Corporation and to settle any claims against the Corporation and pay all liabilities.

3. The sole Director and President of the Corporation is authorized to distribute all the assets of the Corporation in cash or in kind in one distribution or a series of distributions in complete liquidation in full payment in exchange for the stock of the shareholders, retaining such assets as are necessary to meet claims or liabilities of the Corporation.

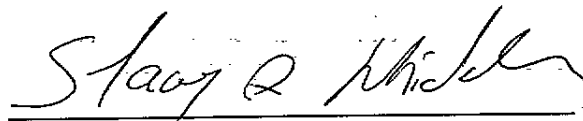
4. Within thirty (30) days after this Plan of Complete Liquidation and Dissolution is adopted, counsel for the Corporation shall file Form 966 with the District Director of Internal Revenue, Atlanta, Georgia, together with a certified copy of this resolution.

5. The sole Director and President of the Corporation is authorized to file all other forms and documents required by the State of Florida and the Federal Government, including tax returns, as soon as possible after distribution of the assets of the Corporation.

6. The sole Director and President of the Corporation is authorized, empowered and directed to do any and all other things in its name and behalf which she may deem necessary or advisable in order to carry out the purposes and intentions of this Plan of Complete Liquidation

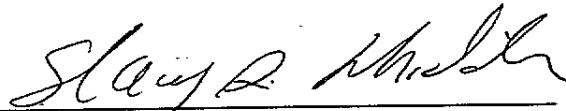
and Dissolution. The sole Director and the officers and agents of the Corporation shall be held harmless by the Corporation for any action under this Plan of Complete Liquidation and Dissolution taken in good faith, and any expense or liability so incurred by them in connection therewith shall be that of the Corporation.

The undersigned hereby approve and adopt the foregoing actions this 1st day of April, 1998.



Stacey L. Whidden  
Shareholder, 51 Shares

Norman L. Pfundt  
Shareholder, 49 Shares



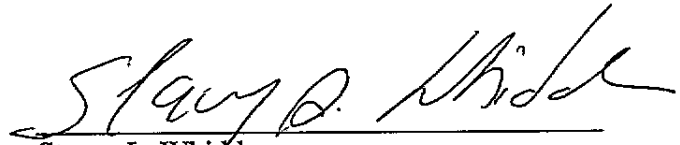
Stacey L. Whidden  
Sole Director

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## CERTIFICATE

I HEREBY CERTIFY that I am the duly elected and qualified Secretary of ACCESS FLORIDA TRANSPORT, INC., a Florida corporation (hereinafter referred to as the "Corporation"), and the keeper of the records and the corporate seal of said Corporation; that the attached is a true and correct copy of the resolutions and Plan of Complete Liquidation and Dissolution as adopted at a Joint Meeting of the Board of Directors and Shareholders of the Corporation on the 1st day of April, 1998.

IN WITNESS WHEREOF, I have hereunto affixed my name as Secretary, and have caused the corporate seal of said Corporation to be hereto affixed this 1st day of April, 1998.

  
Stacey L. Whidden  
Secretary

(CORPORATE SEAL)

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