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June 10, 1998

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-06/26/98--01015--015
*****35.00 *****35.00

Division of Corporations
Post Office Box 1500
Tallahassee, Florida 32302-1500

Re: Bell and Roberts, Inc.

Gentlemen:

Enclosed please find Articles of Dissolution on the referenced corporation, together with an attached Unanimous Written Consent of Shareholders to Voluntarily Dissolve. Also enclosed is a check to cover the filing fee.

Thank you for your attention to this request.

Yours truly,



Susan Hardyman
Legal Assistant

/sh

Enclosures: Articles
Consent
Check

7848.012

FILED
98 JUN 25 AM 8:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WJdis

JUN 25 1998

ARTICLES OF DISSOLUTION PURSUANT TO SECTION
607.1403 OF THE FLORIDA BUSINESS CORPORATION
ACT OF BELL AND ROBERTS, INC.

To: Department of State
Tallahassee, Florida 32314

Date Paid:
Filing Fee \$35.

FILED
98 JUN 25 AM 8:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of §607.1403 of the Florida Business Corporation Act, the undersigned corporation adopts the following articles of dissolution for the purpose of dissolving the corporation:

1. The name of the corporation is BELL AND ROBERTS, INC.
2. The names and respective addresses of the officers of the corporation are as follows:

Name	Office	Address
Larry D. Roberts	President	Post Office Box 100 Bell, FL 32619
Kenneth Bell	Vice-President	Post Office Box 544 Bell, FL 32619
Linda Bell	Secretary/Treasurer	Post Office Box 544 Bell, FL 32619

3. The names and respective addresses of the directors of the corporation are as follows:

Name	Address
Larry D. Roberts	Post Office Box 100 Bell, FL 32619
Kenneth Bell	Post Office Box 544 Bell, FL 32619
Linda Bell	Post Office Box 544 Bell, FL 32619

4. Dissolution was authorized on June 10, 1998.

5. The number of votes cast for dissolution was sufficient for approval.

6. All liabilities and obligations of the corporation have been paid or discharged or Adequate provision has been made for the payment of all of the liabilities and obligations of the corporation.

7. All the property and assets of the corporation remaining after the payment of all debts, obligations, and liabilities of the corporation, have been distributed among its shareholders in accordance with their respective rights and interests.

8. There are no actions pending against the corporation in any court.

9. The corporation elected to dissolve by unanimous written consent of its shareholders, and such written consent has been signed by all shareholders of the corporation. A copy of the written consent is attached to these articles.

Executed this 10th day of June, 1998.

BELL AND ROBERTS, INC.

By Larry D. Roberts
LARRY D. ROBERTS
Shareholder/Director

By: Kenneth Bell
KENNETH BELL
Shareholder/Director

By: Linda Bell
LINDA BELL
Shareholder/Director

STATE OF FLORIDA
COUNTY OF GILCHRIST

I HEREBY CERTIFY that on this 10th day of June, 1998, before me, an officer duly qualified to take acknowledgements, personally appeared, LARRY D. ROBERTS, to me known to be the person described in or who produced a driver's license as identification, and who executed the foregoing instrument and acknowledged before me that he executed the same.

Mudon M. Burt

NOTARY PUBLIC
My Commission Expires:

STATE OF FLORIDA
COUNTY OF GILCHRIST

I HEREBY CERTIFY that on this 10TH day of June, 1998, before me, an officer duly qualified to take acknowledgements, personally appeared, KENNETH BELL and LINDA BELL, to me known to be the persons described in or who produced a driver's license as identification, and who executed the foregoing instrument and acknowledged before me that they executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 10TH day of June, 1998.

Michael M. Burt

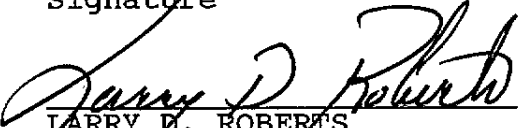


NOTARY PUBLIC
My Commission Expires:

7848.001sh

UNANIMOUS WRITTEN CONSENT OF SHAREHOLDERS TO VOLUNTARY
DISSOLUTION OF BELL AND ROBERTS, INC.

We, the undersigned, being all of the shareholders of BELL AND ROBERTS, INC., a Florida corporation, consent to the voluntary dissolution of the corporation and authorize and direct the appropriate officers of the corporation to take all steps necessary or appropriate to carry out the intent of this resolution.

In assent to the above, each of the undersigned stockholders has signed his or her name and dated the signing opposite the number of shares of the corporation held by him or her of record on such date.

Signature	Date	# of Shares
 LARRY D. ROBERTS	6-10 - , 1998	100
 KENNETH BELL	6-10 - , 1998	50
 LINDA BELL	6-10 - , 1998	50

If the procedure is feasible under the circumstances, a corporation may be dissolved pursuant to the unanimous written consent of the shareholders, without director action.