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ACCOUNT NO. : 072100000032

REFERENCE : 866144 163052A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : June 23, 1998

ORDER TIME : 10:11 AM

ORDER NO. : 866144-005

CUSTOMER NO: 163052A

CUSTOMER: Alan F. Gonzalez, Esq
Alan F. Gonzalez, P.a.
Suite 300
1602 West Sligh Avenue
Tampa, FL 33604

FILED
98 JUN 23 PM 2:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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-06/23/98-01056--025
*****35.00 *****35.00

DOMESTIC FILINGS

NAME: DON MEXXICO'S COMPANY

XX ARTICLES OF DISSOLUTION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds

EXAMINER'S INITIALS: CC

Diss.

6-23-98

RECEIVED
98 JUN 23 AM 11:38
DIVISION OF CORPORATION

**ARTICLES OF DISSOLUTION
OF
DON MEXXICO'S COMPANY**

FILED

98 JUN 23 PM 2:48

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

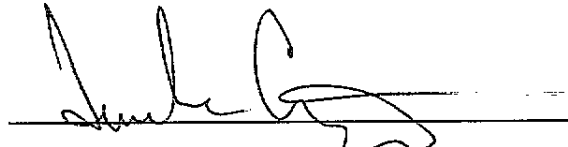
The undersigned directors of **DON MEXXICO'S COMPANY**, a Florida corporation, pursuant to §607.1403, Fla. Stat., agree to dissolve **DON MEXXICO'S COMPANY**, by delivering these Articles of Dissolution to the Department of State and would state as follows:

1. The name of the corporation to be dissolved: **DON MEXXICO'S COMPANY**.
2. The date dissolution of the corporation was authorized: June 22, 1998.
3. The dissolution of **DON MEXXICO'S COMPANY**, was authorized by the written consent of the shareholders and directors in lieu of special meeting of the shareholders and Board of Directors of the corporation pursuant to §607.0704, Fla. Stat. and §607.0821, Fla. Stat. The sole shareholder of the corporation, JESSIE L. CARRIGAN, who is owner of 500 shares of the common stock issued by **DON MEXXICO'S COMPANY**, voted all of his shares for dissolution of the corporation. Other than the 500 shares of common stock owned by JESSIE L. CARRIGAN, there are no other shares of any stock of the corporation that are issued and owned by any other person or entity.
4. The undersigned agree and represent the following:
 - a. **DON MEXXICO'S COMPANY** has never conducted business.
 - b. **DON MEXXICO'S COMPANY** has no known creditors and therefore the corporation did not need to mail notice to creditors of the corporation's dissolution. All corporate liabilities and obligations have been paid, satisfied or discharged or adequate provision has been made therefore by the directors of **DON MEXXICO'S COMPANY** and therefore the directors of the corporation are authorized to do whatever is necessary in order to liquidate the corporation.
 - c. All corporate assets are to be collected and distributed to the sole corporate shareholder, JESSIE L. CARRIGAN, except that there are no corporate assets to be distributed.
 - d. The directors of **DON MEXXICO'S COMPANY**, are to file the original

Articles of Dissolution with the Secretary of State.

5. Attached hereto is a copy of the written consent of the shareholders and directors of the corporation whereby all unanimously agree to the dissolution of DON MEXXICO'S COMPANY.

DATED: June 22, 1998

A handwritten signature in black ink, appearing to read 'Jessie L. Carrigan', is written over a horizontal line.

JESSIE L. CARRIGAN, President,
Director & Shareholder

**WRITTEN CONSENT OF THE SHAREHOLDERS
AND DIRECTORS OF
DON MEXXICO'S COMPANY**

In lieu of Special Meeting of the Shareholders and Board of Directors, pursuant to §607.0704 and §607.0821, Fla. Stat. The undersigned, being the sole shareholder and director of DON MEXXICO'S COMPANY, does hereby take the following actions by written consent in lieu of a Special Meeting of the Board of Directors and Shareholders of the corporation:

RESOLVED, that the corporation will be liquidated in accordance with the provisions of §331 of the Internal Revenue Code of 1986, as amended, and further,

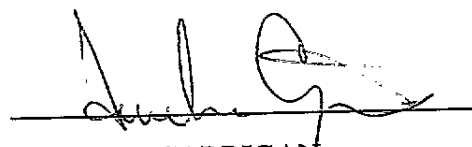
RESOLVED, that in accordance with such plan of liquidation, the officers, directors and the accountant for the corporation be and they are hereby authorized and directed to:

1. File the requisite forms with the District Director of Internal Revenue Service in order to report the liquidation of this corporation together with a copy of this consent, if any.
2. Transfer all of the assets of the corporation to the sole shareholder, JESSIE L. CARRIGAN, if any.
3. Distribute all of the assets subject to any unpaid liabilities in reduction and cancellation of all outstanding stock of the corporation, if any.
4. File a Certificate of Dissolution with the Secretary of State in Tallahassee, Florida.
5. All the forms and documents required by the State of Florida and the federal government, including all required tax returns, as soon as possible after the distribution of the corporate assets.
6. Provide for the payment of any indebtedness owed by the corporation to any creditors and/or lienors, if any.

FURTHER, RESOLVED, that all actions taken on behalf of this corporation by the officers and directors in connection with the foregoing determination to liquidate and dissolve the corporation, the possible sale or distribution of its assets, be and the same are hereby

ratified and confirmed in all respects.

DATED: June 22, 1998



JESSIE L. CARRIGAN

This instrument prepared by:
ALAN F. GONZALEZ, ESQ.
ALAN F. GONZALEZ, P.A.
1602 W. Sligh Ave., Suite 300
Tampa, FL 33604