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Examiner's Initials

ARTICLES OF DISSOLUTION

<u>OF</u>

MILLER-FAISON & CO. INC.



ARTICLE I

The name of the corporation is Miller-Faison & Co. Inc., which was duly incorporated on May 5, 1998, by the State of Florida.

ARTICLE II

The name, title and post office address of each of the officers of the corporation are as follows:

PRESIDENT:

Leslie Miller

94 Herbert Miller Drive Freeport, FL 32439

VICE-PRESIDENT:

Leslie Miller

94 Herbert Miller Drive Freeport, FL 32439

SECRETARY/TREASURER:

Leslie Miller

94 Herbert Miller Drive Freeport, FL 32439

ARTICLE III

The name and post office address of the director of the corporation are as follows:

Leslie Miller 94 Herbert Miller Drive Freeport, FL 32439

ARTICLE IV

All debts, obligations and liabilities of this corporation have been paid or

discharged.

ARTICLE V

All the remaining property, cash and assets of the corporation have been distributed to its sole shareholder.

ARTICLE VI

There are no actions pending against the corporation.

ARTICLE VII

The corporation has elected to dissolve on the consent of its sole shareholder and sole director in accordance with Section 607.0704, Florida Statutes. A copy of the consent is incorporated and attached as Exhibit "A".

IN WITNESS WHEREOF, the undersigned has executed these Articles of Dissolution this _____ 30 day of April, A.D. 1999.

Listo Malh

Leslie Miller Secretary MILLER-FAISON & CO. INC.

Leslie Miller President

(Corporate Seal)

STATE OF FLORIDA

COUNTY OF WALTON

The foregoing instrument was acknowledged before me this 30 day of April, A.D. 1999, by Leslie Miller, who executed the foregoing Articles of Dissolution of Miller-

Faison & Co. Inc., on behalf of the corporation, who () is personally known to me or (X) has produced a Florida Driver's License for identification.

Notary Public - Tara Lyn Byers

State of Florida at Large My Commission Expires:

EXHIBIT "A"

CONSENT TO DISSOLVE

The undersigned shareholder, being the sole owner of all stock of Miller-Faison

& Co. Inc., acting pursuant to Florida Statutes Section 607.0704, hereby votes to dissolve said

corporation and consent to execution of articles of dissolution by the officer of the corporation and

the filing of said articles of incorporation in the office of the Secretary of State of Florida. This

consent shall have the effect of a meeting vote to dissolve the corporation.

The undersigned director, being the sole director of the corporation, hereby votes

to dissolve said corporation and consent to execution of articles of dissolution by the officer of

the corporation and the filing of said articles of incorporation in the office of the Secretary of State

of Florida. This consent shall have the effect of a meeting vote to dissolve the corporation.

Dated: April _______, 1999

Leslie Miller, sole director and

shareholder