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EDWARD P. JORDAN II, ATTORNEY

LORI L. CAMPBELL, PARALEGAL

June 5, 2001

Division of Corporations  
Department of State  
P.O. Box 6327  
Tallahassee, FL 32301

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-06/08/01--01049--003  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

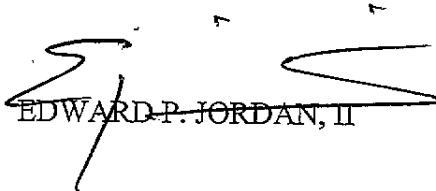
Re: **Dissolution of Corporation for**  
**Central Florida Building Specialties, Inc.**

Dear Sir/Madam:

Enclosed herewith is a check in the amount of \$35.00 to cover the dissolution fee of the enclosed corporation known as Central Florida Building Specialties, Inc. Please furnish the undersigned with a certified copy of the dissolution.

Your prompt attention and cooperation will be appreciated.

Very truly yours,

  
EDWARD P. JORDAN, II

EPJ:slp  
Enclosure

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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## ARTICLES OF DISSOLUTION

Pursuant to Section 607.1402 of the Florida Statutes, Central Florida Building Specialties, Inc., a Florida corporation (the "Corporation") hereby files its Articles of Dissolution and states as follows:

1. The Name of the Corporation is Central Florida Building Specialties, Inc.
2. Dissolution of the corporation was authorized on February 20, 2001.
3. Dissolution was authorized by the unanimous written consent of all shareholders of the Corporation, which totaled two, and that said shareholders' vote and consent for dissolution was sufficient for approval of the dissolution of the Corporation.
4. Dissolution was authorized by the unanimous written consent of all directors of the Corporation, which totaled two, and that said Directors' vote and consent for dissolution was sufficient for approval of the dissolution of the Corporation.
5. No voting groups were required to approve the dissolution of the corporation.

Approved on this 20<sup>th</sup> day of February, 2001.

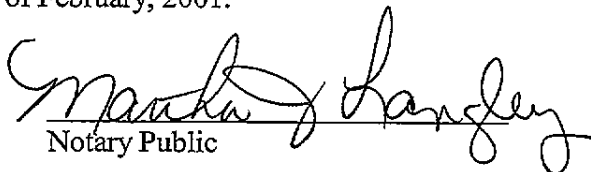
  
Jose Soler  
President, Shareholder, Director

  
Dorothy J. Attardo  
Vice President, Shareholder, Director

STATE OF FLORIDA       )  
COUNTY OF LAKE       )

Before me, the undersigned authority, personally appeared Jose Soler and Dorothy J. Attardo, who after presenting their Florida Driver's License, and who, after being duly sworn, acknowledged, attested, affirmed and swore before me that they are the sole shareholders, directors and officers of Central Building Specialties, Inc. and that they have the apparent, implied and actual authority to execute the above Articles of Dissolution, and that they executed the foregoing freely and voluntarily for the purposes expressed herein and all statements are true and correct.

WITNESS my hand and official seal in the state and county above stated this 20<sup>th</sup> day of February, 2001.

  
Notary Public

MARTHA J. LANGLEY  
Notary Public, State of Florida  
My comm. exp. Jan. 31, 2005  
Comm. No. CC 997880

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**UNANIMOUS WRITTEN CONSENT OF SHAREHOLDERS  
and DIRECTORS OF CENTRAL FLORIDA BUILDING SPECIALTIES, INC.**

Pursuant to Sections 607.0704, 607.0821, and 607.1402 of the Florida Statutes, the undersigned, as holder of all of the issued and outstanding shares of common stock of Central Florida Building Specialties, Inc. Florida corporation (the "Corporation") and the directors of the Corporation, do hereby adopt the following resolutions in lieu of a meeting of shareholders and directors:

**WHEREAS**, we, the incorporators, shareholders, and directors of the Corporation, have determined that it is in the best interests of the Corporation that the Corporation be voluntarily dissolved;

**WHEREAS**, the Corporation has ceased doing business because the business in which the Corporation was involved is not profitable and has been operating at a loss for numerous months;

**WHEREAS**, it is recommended to the Shareholders that the Corporation be dissolved and be submitted to vote of the Shareholders.

**RESOLVED**, that the Corporation be dissolved as of the date of this consent and that the shareholders have duly met and considered the advisability of dissolving the corporation and hereby consent to the same. Further stating that number of shareholders casting a vote for the dissolution was unanimous and was sufficient to approve the dissolution

**RESOLVED FURTHER**, that Edward P. Jordan II, Esq. is directed to prepare articles of dissolution and to file the articles with the Secretary of State of Florida as soon as practicable.

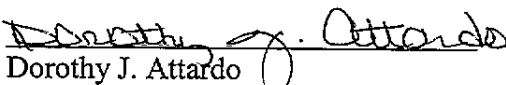
**RESOLVED FURTHER**, that Jose Soler is hereby authorized and directed to pay any outstanding expenses and debts of the corporation, and to return to the subscribers any amounts actually paid in for subscriptions and remaining after payment of expenses.

**RESOLVED FURTHER**, that Jose Soler is hereby authorized and directed to pay any outstanding expenses and debts of the corporation, and to distribute to the shareholders in proportion to their interests, any assets remaining after payment of all corporate debts and obligations.

**IN WITNESS WHEREOF**, the undersigned has executed this instrument this 0<sup>th</sup> day of February, 2001.

  
Jose Soler

President, Shareholder, Director

  
Dorothy J. Attardo

Vice President, Shareholder, Director

**UNANIMOUS WRITTEN CONSENT OF SHAREHOLDERS  
AND DIRECTORS OF CENTRAL FLORIDA BUILDING SPECIALTIES, INC.**

Pursuant to Sections 607.0704 and 607.0821 of the Florida Statutes, the undersigned, as holder of all of the issued and outstanding shares of common stock of Central Florida Building Specialties, Inc. (the "Corporation"), and the directors of the Corporation do hereby adopt the following resolutions in lieu of the initial annual meetings of shareholders and directors:

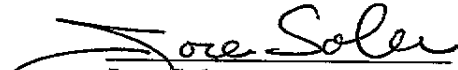
**RESOLVED THAT:** all actions taken by the director and incorporator of the Corporation pursuant to the Action by Unanimous Consent of Directors in Lieu of Board of Director's Meeting during the past 12 months as of the date thereof, be and they are hereby ratified, approved and confirmed.


**RESOLVED THAT:** all actions taken by the Board of Directors and officers during the past 12 months of the date hereof are hereby ratified, approved and confirmed.

**RESOLVED THAT:** Jose Soler is hereby elected as President and Treasurer of the Corporation and Dorothy J. Attardo is hereby elected as Vice-President and Secretary of the Corporation until their respective successor are duly elected and qualified.

**RESOLVED THAT:** Jose Soler and Dorothy J. Attardo is hereby elected Directors of the Corporation until their respective successor are duly elected and qualified.

Dated this 15<sup>th</sup> day of July, 1999.

  
Jose Soler

  
Dorothy J. Attardo