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June 25, 2001

Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32301

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 JUN 28 AM 11:07

RE: Skytop, Inc.

600004450006--8
-06/28/01--01075--025
*****35.00 *****35.00

Gentlemen:

Enclosed please find an original and one copy of the Articles of Dissolution for the above-captioned corporation, together with a check in the amount of \$35.00 representing the filing fee.

If you have any questions regarding this matter, please contact our office.

Very truly yours,

GRAY, HARRIS, ROBINSON,
HOVIS, BOYETTE, & CRAWFORD, P.A.

K/ Wade Boyette

Wade Boyette

KWB/jcg
Enclosures

Voldis



V SHEPARD

JUL 3 - 2001

ARTICLES OF DISSOLUTION
OF SKYTOP, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 JUN 28 AM 11:07

Pursuant to the provisions of Section 607.1402 of the Florida General Corporation Act, the undersigned corporation adopts the following Articles of Dissolution for the purpose of dissolving the Corporation:

ARTICLE I - NAME

1. The name of the corporation is SKYTOP, INC.

ARTICLE II - OFFICERS

2. The names and respective addresses of its officers are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Brian Domigan, President	179 Highway 27, #F Clermont, FL 34711
Wade Boyette, Vice-President	1380 Grand Highway, Suite 200 Clermont, FL 34711
Wade Boyette, Secretary	1380 Grand Highway, Suite 200 Clermont, FL 34711
Brian Domigan, Treasurer	179 Highway 27, #F Clermont, FL 34711

ARTICLE III - DIRECTORS

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

<u>NAME</u>	<u>ADDRESS</u>
Brian Domigan	179 Highway 27, #F, Clermont, FL 34711
Ronald K. Drummonds	3107 Fairlen Lane, Valrico, FL 33594
James V. Modica	11034 CR 561, Clermont, FL 34711
George E. Hovis	1380 Grand Highway, Clermont, FL 34711
Wade Boyette	1380 Grand Highway, Clermont, FL 34711
David Wallace	P.O. Drawer 120367, Clermont, FL 34712

ARTICLE IV - DEBTS

All debts, obligations and liabilities of the corporation have been paid or discharged or adequate provision has been made therefor.

ARTICLE V - DISTRIBUTION TO SHAREHOLDERS

All of the remaining property and assets of the corporation have been distributed to the shareholders of the corporation.

ARTICLE VI - ACTIONS PENDING AGAINST CORPORATION

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

ARTICLE VII - AGREEMENT FOR DISSOLUTION

Pursuant to the authority contained in Sections 607.1402 and 607.0704 of the Florida Statutes, the shareholders elected to dissolve the Corporation by unanimous written consent. A copy of the Action by Written Consent of the Shareholders of the Corporation is attached. Said action was executed by the shareholders of all the capital stock of said corporation on 11 June, 2001.

IN WITNESS WHEREOF, we have subscribed our names this 11 day of June, 2001.

SKYTOP, INC.

By: Brian Domigan
BRIAN DOMIGAN, President

ATTEST:

Wade Boyd
Secretary

ACTION BY WRITTEN CONSENT
IN LIEU OF A SPECIAL MEETING
OF THE SHAREHOLDERS OF
SKYTOP, INC.

Pursuant to the authority contained in Section 607.0704 of the Florida Statutes, the undersigned, being all of the shareholders of SKYTOP, INC., a Florida corporation, do hereby take and adopt the following actions in writing, without a meeting:

RESOLVED, that the corporation be dissolved;

RESOLVED FURTHER, that the plan of liquidation set forth in the resolutions adopted by the Directors, which is attached hereto as Exhibit "A," is hereby approved by the shareholders of the corporation;

RESOLVED FURTHER, that the officers and directors of the corporation are hereby authorized and directed to collect and distribute the assets of the corporation in accordance with the terms and conditions set forth in the plan and to take such further action as may be necessary or proper to liquidate and dissolve the corporation.

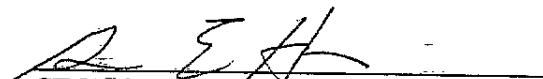
Dated: 11 June, 2001.



AUDREY T. DRUMMONDS


BRIAN DOMIGAN


RONALD K. DRUMMONDS


JAMES V. MODICA


GEORGE E. HOVIS


WADE BOYETTE


DAVID WALLACE

EXHIBIT "A"

PLAN OF LIQUIDATION
OF
SKYTOP, INC.

WHEREAS, it is deemed advisable and in the best interest of SKYTOP, INC. (hereinafter called the "corporation") and its shareholders to wind up the affairs of the corporation and completely liquidate the corporation through distribution by it of all of its assets in complete liquidation in accordance with Sections 331 and 336 of the Internal Revenue Code.

NOW, THEREFORE, the following Plan of Liquidation is adopted:

1. The corporation will be liquidated pursuant to Sections 331 and 336 of the Internal Revenue Code and will distribute all of its assets to its shareholders, less assets contained to meet claims, within the corporation's current fiscal year.
2. All liabilities and obligations of the corporation will be paid or discharged, or adequate provision will be made therefor.
3. The officers of the corporation will be authorized to sell any or all of its assets on the terms and conditions, and for such consideration, that the officers deem reasonable and expedient, and to execute such instruments that will be necessary to transfer title to such assets. This plan shall be deemed to authorize such action as, in the opinion of counsel for the corporation, may be necessary to conform with the provisions and requirements of Sections 331 and 336 of the Internal Revenue Code.
4. After the provision for, or the payment of, the known debts and liabilities of the corporation, the officers of the corporation will be authorized and directed to distribute the remaining assets of the corporation to its shareholders of record on a prorata basis.
5. This distribution of the assets will be made to the shareholders of this corporation on the following conditions:
 - (a) That on demand made by the Board of Directors, the shareholders surrender, for cancellation, the certificate or certificates evidencing ownership of capital stock of this corporation; and
 - (b) That such distribution shall be in complete satisfaction of the rights of the shareholders as shareholders of this corporation.

. . . This Plan of Liquidation has been adopted by the Board of Directors as evidenced by the Action by Written Consent of the Board of Directors in Lieu of a Special Meeting which was executed by the Board of Directors of the corporation on June 11, 2001.