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52454
DSS

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RENEE D. GROSSE

LEE MARINELLI *
OF COUNSEL
* ADMITTED IN WASHINGTON D.C.
VIRGINIA & TENNESSEE ONLY

November 19, 2002

Secretary of State
Division of Corporations
George Firestone Building
409 East Gaines Street
Tallahassee FL 32399

Re: Zellwin Produce Company, Inc.

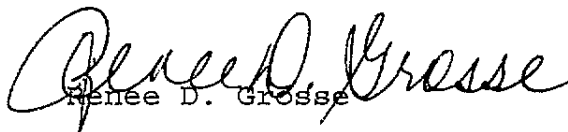
Dear Sir/Madam:

Enclosed for filing please find a Certificate of Dissolution for Zellwin Produce Company, Inc., Stockholders' Consent to a Plan of Complete Liquidation, Certificate of President and Secretary to List of Names and Residence Addresses of Directors and Officers and corporate resolution and Agreement and Plan of Liquidation and Dissolution along with our check in the amount of \$43.75; \$35.00 to cover the filing fee and \$8.75 to cover the certified copy fee.

An additional copy of all of the above is enclosed. After the documents have been filed, please return a certified copy to us for our records in the enclosed envelope.

If you have any questions, please do not hesitate to contact me.

Sincerely yours,



Renee D. Grosse

RDG/wps
Enclosures
/as stated

cc: Glenn Rogers
c:\wp\ldr\Zellwin\Secstate.N19



FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State

December 6, 2002

O'DONNELL & GROSSE
ATTN: RENEE D GROSSE
1648 OSCEOLA ST
JACKSONVILLE, FL 32204

SUBJECT: ZELLWIN PRODUCE COMPANY, INC.
Ref. Number: P98000052454

We have received your document for ZELLWIN PRODUCE COMPANY, INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The application/form submitted does not meet the requirements of this office; please complete the attached application/form.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6957.

Pamela Smith
Document Specialist

Letter Number: 902A00064861

RECEIVED
02 DEC 27 AM 9:03
DIVISION OF CORPORATIONS

ARTICLES OF DISSOLUTION

FILED

02 DEC 27 AM 10:33

CLERK OF STATE
TALLAHASSEE, FLORIDA

Pursuant to section 607.1403, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST: The name of the corporation is: Zellwin Produce Company, Inc.

SECOND: The date dissolution was authorized: October 1, 2002

THIRD: Adoption of Dissolution (CHECK ONE)

☒ Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.

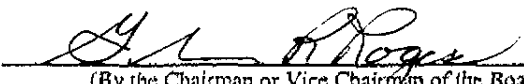
☐ Dissolution was approved by vote of the shareholders through voting groups.

The following statement must be separately provided for each voting group entitled to vote separately on the plan to dissolve:

The number of votes cast for dissolution was sufficient for approval by

(voting group)

Signed this 16 day of December, 2002

Signature 
(By the Chairman or Vice Chairman of the Board, President, or other officer)

Glenn R. Rogers
(Typed or printed name)

President
(Title)