

P98000072743

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

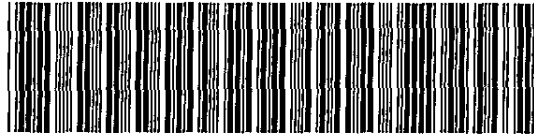
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SS'D

APR 14 2005

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Somerset Construction, Inc.

DOCUMENT NUMBER: P98000072743

The enclosed **Articles of Dissolution** and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Judy R. EMENS
(Name of Person)

Miramar Development Corporation
(Name of Firm/Company)

10801 Corkscrew Road Suite 305
(Address)

Estero, FL 33928
(City/State/and Zip Code)

For further information concerning this matter, please call:

Judy R. EMENS at (239) 390-5134
(Name of Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- \$35 Filing Fee \$43.75 Filing Fee & Certificate of Status \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed) \$52.50 Filing Fee, Certificate of Status & Certified Copy (Additional copy is enclosed)

MAILING ADDRESS:
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

STREET ADDRESS:
Amendment Section
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

ARTICLES OF DISSOLUTION

Pursuant to section 607.1403, Florida Statutes, this Florida profit corporation submits the following Articles of Dissolution:

FIRST: The name of the corporation as currently filed with the Florida Department of State: Somerset Construction, Inc.

SECOND: The document number of the corporation (if known): P98000072743

THIRD: The date dissolution was authorized: 3/1/05

Effective date of dissolution if applicable: 3/1/05
(no more than 90 days after dissolution file date)

FOURTH: 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 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 1st day of March, 2005.

Signature: [Handwritten Signature]
(By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary)

Robert Roop
(Typed or printed name of person signing)

Vice President, Secretary, Treasurer
(Title of person signing)

Filing Fee: \$35

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TALLAHASSEE, FLORIDA

**JOINT CONSENT RESOLUTION BY THE BOARD OF DIRECTORS AND
STOCKHOLDERS OF**

SOMERSET CONSTRUCTION, INC.

The undersigned, constituting the sole Stockholder and the members of the Board of Directors of Somerset Construction, Inc., take the following actions pursuant to Section 607.1403, Florida Statutes, by consent.

I. Stockholder's and Board of Directors' Action

1. The sole Stockholder and the Board of Directors of the Corporation consent to and approve the following Resolutions:

"RESOLVED, that the sole Stockholder of the Corporation consents to and approves the dissolution of the Corporation as authorized by Section 607.1403, Florida Statutes."

"FURTHER RESOLVED, that Jerry H. Schmoyer, as vice president, is authorized, empowered and directed to enter into, execute and deliver for, in the name and on behalf of the Corporation, the Articles of Dissolution and any other documents related to and required for the dissolution of the Corporation."

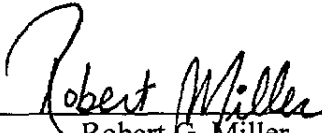
"FURTHER RESOLVED, that any document, instrument, certificate or paper executed and delivered by Jerry H. Schmoyer purportedly in accordance with one or more of the foregoing Resolutions which document, instrument, certificate or paper, if required by any of the foregoing Resolutions, was approved by the Shareholders prior to Jerry H. Schmoyer's execution and/or delivery of them and shall be deemed conclusively to have been executed and delivered by Jerry H. Schmoyer in accordance with such Resolutions."

This Joint Consent Resolution of the Sole Stockholder and Board of Directors is effective as of March 1, 2005.


Directors:

Shareholder:

MIROMAR DEVELOPMENT, INC.



Robert G. Miller



Margaret J. Miller

By: 

Margaret J. Miller, President