3000089327 Address City/State/Zip Phone # Office Use Only CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known): (Corporation Name) (Document #) (Corporation Name) (Document #) (Corporation Name) (Document #) Pick up time Certified Copy Will wait L Photocopy Certificate of Status Mail out NEW FILINGS AMENDMENTS Profit Amendment Resignation of R.A., Officer/Director 600002915596-NonProfit Limited Liability Change of Registered Agent Domestication Dissolution/Withdrawal Merger Other REGISTRATION/ OTHER FILINGS QUALIFICATION: C. COULLIETTE JUN 2 5 1999 Annual Report Foreign Fictitious Name Limited Partnership Name Reservation Reinstatement 99 JUN 25 AMIL: 11 Trademark Other RECEIVED Examiner's Initials CR2E031(1/95)

## ARTICLES OF DISSOLUTION OF CRAIG EQUITIES I, INC. (A Florida Corporation)

CRAIG EQUITIES I, INC., a Florida corporation (the "Corporation") hereby files these Articles of Dissolution pursuant to Section 607.1403 of the Florida Business Corporation Act. The corporation was incorporated on October 20, 1998.

The corporation hereby certifies the following:

- The directors and shareholder of the Corporation authorized the dissolution of the Corporation on June 22, 1999 by unanimous written consent effective as of such date.
- 2. The Corporation shall be dissolved upon the filing of these Articles of Dissolution with the State of Florida Secretary of State.

IN WITNESS WHEREOF, these Articles of Dissolution have been executed as of this 22nd day of June, 1999.

CRAIG EQUITIES I, INC.

a Florida corporation

Its: President

Name: Harvey S. Taylor

SECRETARY OF STAT

MIA98 48581.1 - CMD

## WRITTEN CONSENT OF THE SOLE SHAREHOLDER AND SOLE DIRECTOR OF CRAIG EQUITIES I, INC.

The undersigned, being the sole Shareholder and the sole Director of CRAIG EQUITIES I, INC., a Florida corporation (the "Corporation"), does hereby consent to the adoption and approval of the following resolutions:

## Adoption of Plan of Complete Liquidation and Dissolution

WHEREAS, the Director of this Corporation deems it advisable and in the best interest of the Corporation and its sole Shareholder that the Corporation be completely liquidated and dissolved; and

WHEREAS, the Director finds that it is advisable to adopt a plan of complete liquidation in accordance with the requirements of the Internal Revenue Code of 1986, as amended, and the Treasury Regulations thereunder; and

WHEREAS, the Shareholder of this Corporation deems it advisable and in its best interest that the Corporation be completely liquidated and dissolved in accordance with the Plan of Complete Liquidation presented to it by the Director of this Corporation, it is

RESOLVED, that the Corporation be completely liquidated in accordance with the provisions of the Internal Revenue Code, as amended, and pursuant to the following Plan of Complete Liquidation:

- 1. The officers of the Corporation are authorized and directed to proceed promptly to wind up the Corporation's affairs by collecting all of its assets and paying or providing for the payment of all of its liabilities.
- 2. As soon as practicable, the officers shall wind up the affairs of the Corporation; pay or provide for the payment of its liabilities; establish a reserve in a reasonable amount to meet any known liabilities and liquidating expenses and estimated unascertained or contingent liabilities and contingent expenses, if they deem such a reserve to be desirable; and distribute to the Shareholder in cancellation of its shares, any remaining assets of the Corporation subject to any remaining unpaid liabilities.
- 3. If a reserve is established to meet claims against the Corporation, the officers shall arrange for the distribution of any unused balance of the reserve to the Shareholder as soon as practicable.

- 4. The officers of the Corporation are authorized and directed to file, or to have tax counsel for the Corporation file, Form 966 with the Internal Revenue Service together with a certified copy of this Resolution, within 30 days after the date hereof.
- 5. The officers of the Corporation are authorized and directed to file all other forms and documents required by the State of Florida, including Articles of Dissolution, and the federal government, including tax returns, as soon as possible after distribution of all of the Corporation's assets.

RESOLVED, that the officers of the Corporation be, and they hereby are, authorized and directed to take such additional action as they deem necessary or appropriate to carry out the intent and accomplish the purposes of the foregoing Resolution.

## Other Actions by Officers and Directors

RESOLVED, that any and all actions taken since the last meeting of the Shareholder and the Directors of this Corporation by the Director and officers of this Corporation be, and they hereby are, ratified, confirmed and approved in all respects.

Effective Date: June 21, 1999

Harvey S. Taylor, Sole Shareholder and

Sole Director

MIA98 47423.1 - LRP