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December 29, 1999

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Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

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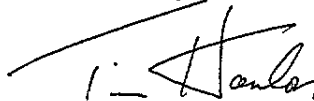
Re: Seamel M, Inc.

Dear Sir or Madam:

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

Please stamp as filed the enclosed copy of the Articles and return them to me.

Sincerely,



M. Timothy Hanlon

MTH/cmc  
Enclosures  
cc: V.M. Seabrook

FILED  
00 JAN -4 PM 4:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

as  
dissol  
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**ARTICLES OF DISSOLUTION  
OF  
SEAMEL M, INC.  
PURSUANT TO §607.1402 OF  
THE FLORIDA GENERAL BUSINESS CORPORATION ACT**

To: Department of State  
Tallahassee, Florida 32304

Date Paid 12/14/98  
Filing Fee \$ 35.00

Pursuant to the provisions of Section 607.1402 of the Florida General Corporation Act, Seamel M, Inc. (the "Corporation") adopts the following articles of dissolution for the purpose of dissolving the Corporation:

1. The name of the Corporation is Seamel M, Inc.
2. The names and respective address of the officers of the Corporation are as follows:

<u>Name</u>	<u>Officer</u>	<u>Address</u>
Victor M. Seabrook	President/Treasurer	141 Barton Avenue Palm Beach, Florida 33480

3. The name and address of the sole director of the Corporation is as follows:

<u>Name</u>	<u>Address</u>
Victor M. Seabrook	141 Barton Avenue Palm Beach, Florida 33480

4. All liabilities and obligations of the Corporation have been paid, discharged or adequate reserves have been established.

5. All the property and assets of the Corporation remaining after the payment of all debts, obligations, and liabilities of the Corporation, have been distributed to the shareholders in accordance with their rights and interests.

6. There are no actions pending against the Corporation in any court.

7. The Corporation elected to dissolve by unanimous written consent of its shareholders, and such written consent has been signed by the shareholders of the Corporation. A copy of such written consent is attached to these articles.

Dated: December 21, 1999.

SEAMEL M, INC.

By: V. M. Seabrook  
Victor M. Seabrook, President

FILED  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**WRITTEN ACTION OF THE SOLE SHAREHOLDER AND DIRECTOR  
OF  
SEAMEL M, INC.**

The undersigned, being the sole Shareholder and Director of Seamel M, INC., a Florida corporation ("Corporation"), hereby takes the following written action as of December \_\_, 1999, in lieu of holding a meeting regarding same, all pursuant to the terms of §§607.0704 and 607.0821 Florida Statutes:

**RESOLVED**, that the Board of Directors hereby recommends to the Shareholder that the Corporation be dissolved as of December 31, 1999. Furthermore, the sole Shareholder hereby adopts such recommendation to dissolve the Corporation.

**FURTHER RESOLVED**, that the Corporation shall take the necessary steps to dissolve as of December 31, 1999 and shall distribute all of the property and assets of the Corporation, which remain after payment of all its debts, obligations and liabilities, to Victor M. Seabrook, the Corporation's sole shareholder.

**FURTHER RESOLVED**, that the officer and director of the Corporation are hereby authorized and directed to take any and all action necessary to effectuate the foregoing resolution.

DATED: December 29<sup>th</sup>, 1999

V. M. Seabrook  
Victor M. Seabrook, Director and Shareholder