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RICHARD A. DONNER & ASSOCIATES
CERTIFIED PUBLIC ACCOUNTANTS

2727 SW 1st PLACE
Cape Coral, FL 33914
(941) 418-6637 Fax (941) 574-7771

December 22, 2000

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32301

FILED
01 JAN -2 PM 9:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RE: Dissolution of Controlled Environment, Inc.

Dear Sirs:

Enclosed please find the Articles of Dissolution for the Corporation identified above and a check in the amount of \$35.00 for the filing fee.

Please direct any questions and your response to the following address:

Richard A. Donner, CPA
2727 SW 1st Place
Cape Coral, FL 33914

Thank you,



Richard A. Donner

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JAN 9 2001

ARTICLES OF DISSOLUTION

FILED
01 JAN -2 AM 9:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

FIRST: The name of the corporation is: Controlled Environment, Inc.

SECOND: The date dissolution was authorized: Dec. 22, 2000

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 22nd day of December, 2000.

Signature X David L. Canham
(By the Chairman or Vice Chairman of the Board, President, or other officer)

X DAVID L. CANHAM
(Typed or printed name)

X PRESIDENT
(Title)

CERTIFIED COPY OF RESOLUTIONS
CONTROLLED ENVIRONMENT, INC.

I hereby certify that the following Resolutions were unanimously adopted at a Special Meeting of the Shareholders of CONTROLLED ENVIRONMENT, INC. held on the 21th day of December, 2000 at the office of Controlled Environment, Inc., Fort Myers, FL.

RESOLVED, that the Corporation be completely liquidated in accordance with the provisions of 331 of the Internal Revenue Code of 1986, as amended, and be it

FURTHER RESOLVED, that in accordance with such plan of complete liquidation, the officer, director and corporate counsel are hereby authorized and directed to see that the following steps are undertaken:

1. that within thirty (30) days of the date of this resolution adopting this plan of liquidation, counsel for the Corporation shall file Form 966 with the District Director of Internal Revenue, Atlanta, Georgia together with a certified copy of this resolution;

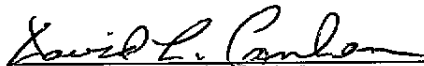
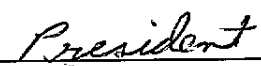
2. that the Corporation shall proceed as far as possible to collect all outstanding accounts receivable and to settle any claims against it;

3. that, as soon as practicable, the Corporation, by its duly authorized officers and directors, shall distribute all assets, subject to any unpaid liabilities, to the shareholders in redemption and cancellation of all the outstanding capital stock of the Corporation, using their discretion as to how the assets and liabilities will be apportioned among the shareholders;

4. that the proper officers and Corporation counsel shall file all other forms and documents required by the State of Florida and the Federal Government, including tax returns, as soon as possible after distribution of the corporate assets;

5. that the officers and directors of the Corporation are empowered, authorized, and directed to carry out the provisions of this resolution, and to adopt any further resolutions that may be necessary in liquidating and dissolving the Corporation in accordance with the expressed intent of the shareholders under the plan adopted.

6. a final return be filed for period ended December 31, 2000. Assets and liabilities will be liquidated.

	
Officer signature	Title