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ATTORNEYS AND COUNSELORS AT LAW

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April 23, 1999

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Department of State
Division of Corporations
State of Florida
The Capitol Building
Tallahassee, Florida 32301

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-04/26/99--01156--003
*****35.00 *****35.00

RE: McVan Enterprises, Inc.

TO WHOM IT MAY CONCERN:

Enclosed herewith you will find the Articles of Dissolution of McVan Enterprises, Inc. together with the resolution authorizing the dissolution by the written consent of all shareholders of the corporation to the dissolution. Also enclosed is a check in the amount of \$35.00 representing the cost of recording these articles.

The information required by Florida Statute 607.1403 is included in the Articles of Dissolution.

Please acknowledge when these Articles have been filed.

Sincerely,

JAMES L. CHASE

JLC/tbc

Enclosure

cc: Terry L. McKibban (w/encl.)

FILED
99 APR 26 PM 12:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DISS.

See 4/28

ARTICLES OF DISSOLUTION

OF

McVAN ENTERPRISES, INC.

FILED
99 APR 26 PM 12:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned officers of McVan Enterprises, Inc. (hereinafter referred to as the "Corporation"), desire to give notice of corporate action effectuating the dissolution of the Corporation pursuant to the provisions of Florida Statute 607.1402.

ARTICLE I

NAME

The name of the Corporation is McVan Enterprises, Inc.

ARTICLE II

PRINCIPAL OFFICE

The street address of the principal office of this Corporation in the State of Florida is 4908 Arpad Avenue, Milton, Florida, 32583 and the mailing address shall be the same.

ARTICLE III

DATE DISSOLUTION AUTHORIZED

The date of the authorization of the dissolution of the Corporation by all shareholders was Apr 8, 1999. The vote in favor of the dissolution was unanimous.

ARTICLE IV

RESOLUTION OF SHAREHOLDERS

A copy of the resolution of the shareholders adopted by unanimous written consent without a meeting, authorizing the dissolution, is attached hereto as Exhibit "A".

ARTICLE V

MANNER OF ADOPTION AND VOTE

Action by Shareholders

The Shareholders of the Corporation entitled to vote in respect of such dissolution, unanimously adopted the Resolution set forth in Article IV hereof.

Compliance with Legal Requirements

The manner of the adoption of such Resolution, and the vote by which it was adopted, constitute full legal compliance with the provisions of Florida Statute 607.1402, the Articles of Incorporation, and the By-Laws of the Corporation.

ARTICLE VI

DIRECTORS AND OFFICERS

Section 1. Directors. The names and addresses of the existing Directors of the Corporation are as follows:

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
Terry L. McKibban	Director	4908 Arpad Avenue, Milton, FL 32583
David Van Hoosen	Director	4908 Arpad Avenue, Milton, FL 32583

Section 2. Officers. The names and addresses of the existing officers of the Corporation are as follows:

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
Terry L. McKibban	President	4908 Arpad Avenue, Milton, FL 32583
David Van Hoosen	Secretary	4908 Arpad Avenue, Milton, FL 32583

ARTICLE VII

LIQUIDATION PROCEDURE

Section 1. Debts and Liabilities. All debts, obligations, and liabilities of the Corporation have been paid or discharged.

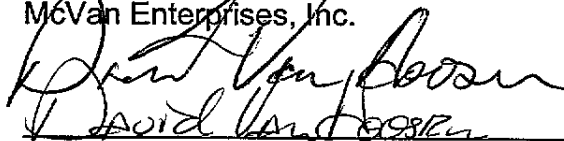
Section 2. Property and Assets. The property and assets of the Corporation remaining after the payment for discharge of all debts and liabilities of the Corporation have been distributed among the Shareholders of the Corporation in accordance with their respective rights and interests.

Section 3. Litigation. There are no suits pending against the Corporation in any Court.

IN WITNESS WHEREOF, the undersigned officers execute the Articles of Dissolution, and certify to the truth of the facts herein stated, this 8th day of April, 1995. 1999



TERRY L. McKIBBAN, President Of
McVan Enterprises, Inc.



DAVID VAN HOUSEN, Secretary Of
McVan Enterprises, Inc.

STATE OF FLORIDA
COUNTY OF ESCAMBIA

The foregoing instrument was sworn to and acknowledged before me on this 8th day of April, 1999, by TERRY L. McKibban, who is the President of McVan Enterprises, Inc., and who personally appeared before me.



Christine L. Boykin
NOTARY PUBLIC

CHRISTINE L. BOYKIN
(typed or printed name)

My Commission Expires: 3/2/2002

My Commission No.: CC 721095

☒ Personally known; or [] Produced identification

Type of identification produced: _____

STATE OF FLORIDA
COUNTY OF ESCAMBIA

The foregoing instrument was sworn to and acknowledged before me on this 8th day of April, 1999, by DAVID VAN HOOSSEN, who is the Secretary of McVan Enterprises, Inc., and who personally appeared before me.

Christine L. Boykin
NOTARY PUBLIC

CHRISTINE L. BOYKIN
(typed or printed name)

My Commission Expires: 3/2/2002

My Commission No.: CC 721095

[] Personally known; or ☒ Produced identification

Type of identification produced: FLA # V525-176-47-090-0

WRITTEN CONSENT IN LIEU OF SPECIAL MEETING

OF THE SHAREHOLDERS OF

McVAN ENTERPRISES, INC.

The undersigned, being all of the shareholders of McVan Enterprises, Inc. without a meeting pursuant to Florida Statute 607.0704, hereby adopt the following resolutions with regard to the proposed liquidation of McVan Enterprises, Inc., pursuant to Florida Statutes 607.1402(6).


- (1) **RESOLVED**, that the proper officers of the Corporation be, and they hereby are, authorized to sell or otherwise liquidate any and all of the properties of the Corporation which in their judgment should be sold or liquidated, to facilitate the liquidation of the Corporation;
- (2) **RESOLVED**, that the proper officers of the Corporation be, and they hereby are, authorized and directed to file the Articles of Dissolution with the State of Florida;
- (3) **RESOLVED**, that, after providing for all proper debts of the Corporation, the remaining assets of the Corporation be distributed to the shareholders of the Corporation;
- (4) **RESOLVED**, that the actions provided for in the foregoing resolutions providing for the complete liquidation and the distribution of its assets be commenced as soon as practicable, and that such assets be distributed, the dissolution be completed as soon as practicable, but in no event later than the termination of a twelve month period commencing with the date of this meeting, at which stockholder approval of the plan of complete liquidation was received;
- (5) **RESOLVED**, that the proper officers of the Corporation and they hereby are authorized and directed to pay all such fees and taxes and to do or cause to be done such other acts and things as they may deem necessary or proper in order to carry out the liquidation and dissolution of the Corporation and to fully effectuate the purposes of the foregoing resolutions.

The undersigned certify that the above resolutions are true and correct
copies of the resolutions adopted by the Corporation on April 8, 1999.

McVAN ENTERPRISES, INC.

BY: 
President

ATTEST:


Secretary