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Sandi King
8957B S.W. 21st Court
Boca Raton, Fla. 33433

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

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NEW FILINGS

☐ Profit
☐ Not for Profit
☐ Limited Liability
☐ Domestication
☐ Other

AMENDMENTS

☐ Amendment
☐ Resignation of R.A., Officer/Director
☐ Change of Registered Agent
☒ Dissolution/Withdrawal
☐ Merger

OTHER FILINGS

☐ Annual Report
☐ Fictitious Name

REGISTRATION/QUALIFICATION

☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Trademark
☐ Other

FILED
00 DEC 26 PM 9:39
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

T. LEWIS JAN 8 2001

Examiner's Initials

ARTICLES OF DISSOLUTION PURSUANT TO SECTION 607.1403
OF THE FLORIDA BUSINESS CORPORATION ACT

FILED
00 DEC 26 AM 9:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

To: Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32314

Date Paid: 12/24/00

Filing Fee \$35.00

Pursuant to the provisions of Section 607.1403 of the Florida Business Corporation Act, the undersigned corporation adopts the following articles of dissolution for the purpose of dissolving the corporation:

1. The name of this corporation is TOPAZ ASSOICATES, INC.
2. The date of filing of the articles of incorporation for the corporation was June 7, 1999.
3. None of the corporation's shares have been issued.
4. No debt of the corporation remains unpaid.
5. That the net assets of the corporation remaining after winding up have been distributed to the shareholders, if shares were issued.
6. That a majority of the directors have authorized the dissolution.

Dated this 20th day of December, 2000.

Sandra Koenig
TOPAZ ASSOCIATES, INC.

By: Sandra Koenig
Sandra Koenig, Director

By: Barbara Kaiserman
Barbara Kaiserman, Director

SHAREHOLDERS RESOLUTION APPROVING DISSOLUTION OF

TOPAZ ASSOCIATES, INC.

Since the board of directors of the corporation, at a meeting held on Dec. 20, 00 2000, at 8957B SW 21st Court, Boca Raton, Palm Beach County, Florida, adopted resolutions recommending the dissolution of this corporation and ordering that the issue of dissolution be submitted to a vote of shareholders at this meeting; and

Since the holders of more than a majority of the outstanding shares of the corporation have voted to authorize dissolution; it is

Resolved, that TOPAZ ASSOCIATES, INC., a Florida corporation, be dissolved; and

Further resolved, that the appropriate officers of the corporation are directed to cease the business operations of the corporation, except any action that may be necessary to wind up and liquidate the corporation's business and affairs and to take any further action that may be necessary or appropriate to carry out the intent of this resolution.

By:

Sandra Koenig
Sandra Koenig

12/20/00
Date

By:

Sandra Koenig
Sandra Koenig, Secretary

**UNANIMOUS WRITTEN CONSENT OF DIRECTORS TO VOLUNTARY
DISSOLUTION OF TOPAZ ASSOCIATES, INC.**

WHEREAS, no shares have been issued for TOPAZ ASSOCIATES, INC.; and

WHEREAS, officers have not been named appointed for TOPAZ ASSOCIATES, INC.; and

WHEREAS, it is deemed in the best interests of TOPAZ ASSOCIATES, INC., to cease any further business and to dissolve.

NOW THEREFORE, We, the undersigned, being all of the directors of TOPAZ ASSOCIATES, INC., a Florida corporation, consent to the voluntary dissolution of the corporation and authorize and direct the appropriate officers of the corporation to take all steps necessary or appropriate to carry out the intent of this resolution.

In assent to the above, each of the undersigned directors has signed his or her name.

Dated this 20th day of December, 2000.

By: _____

Sandra Koenig, Director

By: _____

Barbara Kaiserman, Director