

Oct 20 99 02:23p

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(941) 316-0515

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DISSOLUTION

PALMER RANCH JEWELERS, INC.

Certificate of Status	1
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● **ARTICLES OF DISSOLUTION**
OF
PALMER RANCH JEWELERS, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of the Florida Business Corporation Act, the undersigned Corporation adopts the following Articles of Dissolution for the purpose of dissolving the Corporation:

ARTICLE I - NAME

The name of the Corporation is PALMER RANCH JEWELERS, INC.

ARTICLE II - RESOLUTION TO DISSOLVE

Pursuant to the authority contained in Section 607.1402 and 607.1403 of the Florida Statutes, all of the holders of the common stock of the Corporation entitled to vote thereon elected to dissolve the Corporation effective October 12, 1999. Said Resolution was adopted by the Shareholders of the Corporation on October 12, 1999.

IN WITNESS WHEREOF, the undersigned, being the President of the Corporation has executed these Articles of Dissolution this 12th day of October, 1999.



RAFI AKYAN
President

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CERTIFICATE OF RESOLUTION OF DISSOLUTION

THE UNDERSIGNED, being Secretary of PALMER RANCH JEWELERS, INC., a Florida Corporation, hereinafter referred to as the "Corporation", does hereby certify that, at a duly called meeting of the Board of Directors held at the offices of the Corporation, Sarasota, Florida, on October 12, 1999, at 3:00 p.m., at which all Directors were present and voting throughout, it was:

RESOLVED, that the Plan of Complete Liquidation and Dissolution of the Corporation, as submitted to this Special Meeting of the Board of Directors is hereby adopted and approved in all respects by the Board of Directors, and the said Plan shall be presented to a Special Meeting of the Shareholders duly called for that purpose.

FURTHER RESOLVED, that the appropriate corporate officers, are hereby authorized and directed to execute and deliver in the name and on behalf of the Corporation, said Plan of Complete Liquidation and Dissolution and any and all documents, instruments or papers required to carry out and to effect the above-mentioned Plan, and it was:

FURTHER RESOLVED, that any interested party may rely upon a copy of this Resolution, certified by the Secretary of the Corporation, as evidence of the authority of said officer of the corporation to act in the foregoing, and that said copy of this Resolution shall be conclusive evidence that this Resolution stands unimpaired and unrevoked. Resolved that all assets of the corporation be sold at private sale within thirty (30) days of the dissolution.

THE UNDERSIGNED does further certify that, at a meeting of the Shareholders of the Corporation held at 3:00 p.m. on October 12, 1999, at the Offices of the Corporation, upon Waiver of Notice and Consent of the meeting signed by the sole shareholder, which waiver of notice and consent stated the purpose of the meeting was to consider the advisability of dissolving the Corporation, it was:

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RESOLVED, that the Plan of Complete Liquidation and Dissolution of the Corporation as submitted to this meeting is hereby adopted and approved in all respects and the Officers and Directors of this Corporation shall forthwith take appropriate action to put such plan into effect and shall take all necessary and appropriate action to implement said plan.

IN WITNESS WHEREOF, I have hereunto set my signature and seal of the Corporation this 12 day of October, 1999.


RAFI AKYAN
Secretary

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