502240ft. Steven Michael La Bret, P. A.

LL.M. IN TAXATION ALSO ADMITTED IN LOUISIANA AND MICHIGAN BARS 226 HILLCREST STREET ORLANDO, FLORIDA 32801-1243 (407) 422-5819

> FAX NO. (407) 423-7718

May 2, 2000

Secretary of State Div. of Corporations P.O. Box 6327 Tallahassee, FL 32314

Re: R & S Construction of Central Florida, Inc.

Your Client: Steve Lewis

Our Client(s): Mr. and Mrs. Russell Bishop

Our File No.: 721-B-001

Dear Sir/Madam:

200003240152---1 -05/04/00--01094--005 *****35.00 *****35.00

Enclosed find the following:

- 1. Articles of Dissolution; and
- 2. Check for \$35.00.

Please send Certificate of Dissolution to the undersigned.

Sincerely,

STEVEN M. LABRET

SML/ao Encls.

Voldis



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

May 17, 2000

STEVEN M. LABRET, P.A. 226 HILLCREST ST. ORLANDO, FL 32801-1243

SUBJECT: R & S CONSTRUCTION OF CENTRAL FLORIDA, INC.

Ref. Number: S02270

We have received your document for R & S CONSTRUCTION OF CENTRAL FLORIDA, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please include the exhibit(s) referred to in your document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

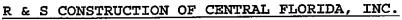
If you have any questions concerning the filing of your document, please call (850) 487-6909.

Velma Shepard Corporate Specialist

Letter Number: 200A00027903

Rec'd 5/25

ARTICLES OF DISSOLUTION OF



(FS §§607.1402, 607.1403)

The name of the corporation is R & S Construction of Central Florida, Inc., a Florida corporation (the "Corporation").

1. The names and respective addresses of its officers are:

Officer Name & Address

President: Russell Bishop

5710 Moonlight Circle Orlando, FL 32839-4009

Steven Lewis 495 Constitution Drive

Orlando, FL 32809

Secretary: Russell Bishop

5710 Moonlight Circle Orlando, FL 32839-4009

2. The names and respective addresses of its directors are:

Name Address

Vice-President:

Russell Bishop 5710 Moonlight Circle

Orlando, FL 32839-4009

Steven Lewis 495 Constitution Drive

Orlando, FL 32809

- 3. All debts obligations and liabilities of the Corporation have been paid or discharged or adequate provision has been made therefore.
- 4. All the remaining property and assets of the Corporation have been distributed among its shareholders in accordance with their respective rights and interest.
- 5. There are no actions pending against the Corporation in any court.
- 6. An executed copy of the written consent to dissolve is attached. Such written consent has been signed by all shareholders of the Corporation.

A copy of the resolution to dissolve is attached. That resolution was adopted by the shareholders of the Corporation on the >0 day of April, 2000.

Dated: April 20 , 2000.

mesident

Steven Lewis, secretary

STATE OF FLORIDA COUNTY OF ORANGE

The foregoing Articles of Dissolution was acknowledged before me this 20 day of April, 2000, by Russell Bishop, as president of R & S Construction of Central Florida, Inc., who:

[/] is (or are) personally known to me, or

[] has produced <u>floring Lieute</u> as identification and who did (did not) take an oath.

And he/she acknowledged before me that he/she read and executed , the same and that the facts contained therein are true and ROBIN LYNN BISHOP
COMMISSION # CC565238
EXPIRES JUNE 23, 2000 correct.

NOTARY PUBLIC

My Commission Expires:

STATE OF FLORIDA COUNTY OF ORANGE

The foregoing Articles of Dissolution was acknowledged before me this ____ day of April, 2000, by Steven Lewis, as secretary of R & S Construction of Central Florida, Inc., who:

[/] is (or are) personally known to me, or

l has produced _____ as identification and who did (did not) take an oath.

And he/she acknowledged before me that he/she read and executed the same and that the facts contained therein are true and ROBIN LYNN BISHOP
COMMISSION # CC560111

NOTARY PUBLIC

My Commission Expires:

Corporat\Bishop\Articles.Dis 3/31/00

ACTION BY CONSENT IN LIEU OF A SPECIAL MEETING OF SHAREHOLDERS OF R & S CONSTRUCTION OF CENTRAL FLORIDA, INC.

The undersigned, being all of the Shareholders of the above-named corporation (herein called the "Corporation"), hereby take the following actions in lieu of a meeting pursuant to Section 607.0704 of the Florida Statutes:

RESOLVED:

- 1. <u>Dissolution.</u> That the Corporation dissolve and that Articles of Dissolution be filed with the Secretary of State.
- 2. Officers. That the officers of this Corporation are authorized and directed to take such actions as are necessary to reflect the foregoing resolution.

DATED: April 19, 2000.

SHAREHOLDERS:

Steven Lewis

Russel