

565953

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April 21, 1999

Secretary of State  
Division of Corporations  
Amendment Division  
Post Office Box 6327  
Tallahassee, Florida 32314

600002848036--0  
-04/22/99-01038-015  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

600002848036--0  
-04/22/99-01038-016  
\*\*\*\*\*8.75 \*\*\*\*\*8.75

Re: Fero & Company, Inc.

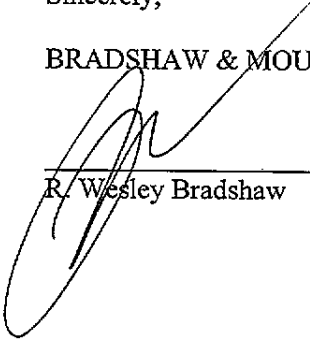
Gentlemen:

Enclosed are an original and one copy of the Articles of Dissolution Pursuant to Section 607.1403 of the Florida Business Corporation Act of Fero & Company, Inc. together with Mr. Fero's check in the amount of \$35.00 payable to the Secretary of State. Please file the Articles of Dissolution.

Also enclosed is my firm check in the amount of \$8.75 for a certificate of status once the Articles of Dissolution are filed. If you have any questions, please do not hesitate to contact my office.

Sincerely,

BRADSHAW & MOUNTJOY, P.A.

  
R. Wesley Bradshaw

RWB/jms

Enclosures

cc: Orlando J. Fero, Jr.  
(w/o encs.)

FILED  
99 APR 29 AM 9:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Joe*  
*4/30*

*DISS.*

ARTICLES OF DISSOLUTION PURSUANT TO SECTION  
607.1403 OF THE FLORIDA BUSINESS CORPORATION  
ACT OF FERRO & COMPANY, INC.

**FILED**  
99 APR 29 AM 9:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

To: Department of State  
Tallahassee, Florida 32314

Date Paid  
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 the corporation is FERRO & COMPANY, INC.
2. The names and respective addresses of the officers of the corporation are as follows:

| Name          | Office    | Address  |
|---------------|-----------|--|
| Lanse K. Fero | President | 3220 W. Pebble Beach Court<br>Lecanto, Florida 34461 |
| Lanse K. Fero | Secretary | 3220 W. Pebble Beach Court<br>Lecanto, Florida 34461 |
| Lanse K. Fero | Treasurer | 3220 W. Pebble Beach Court<br>Lecanto, Florida 34461 |

3. The names and respective addresses of the directors of the corporation are as follows:

| Name                 | Address  |
|----------------------|--|
| Lanse K. Fero        | 3220 W. Pebble Beach Court<br>Lecanto, Florida 34461 |
| Orlando J. Fero, Jr. | 18815 Avenue Biarritz<br>Lutz, Florida 33549         |
| Karen D. Fero        | 18815 Avenue Biarritz<br>Lutz, Florida 33549         |

4. Dissolution was authorized on 4/20/99
5. The number of votes cast for dissolution was sufficient for approval.
6. All liabilities and obligations of the corporation have been paid or discharged.

7. All the property and assets of the corporation remaining after the payment of all debts, obligations, and liabilities of the corporation, have been distributed among its shareholders in accordance with their respective rights and interests.

8. There are no actions pending against the corporation in any court.

9. The corporation elected to dissolve by unanimous written consent of its shareholders, and such written consent has been signed by all shareholders of the corporation or signed in their names by their duly authorized attorneys. A copy of the written consent is attached to these articles.

Dated 4/20/99

FERO & COMPANY, INC.

By: [Signature]  
LANSE K. FERRO, President

FERO & COMPANY, INC.

By: [Signature]  
LANSE K. FERRO, Secretary

FERO & COMPANY, INC.

By: [Signature]  
LANSE K. FERRO, Treasurer

STATE OF FLORIDA:  
COUNTY OF Citrus

The foregoing instrument was acknowledged before me this 20<sup>th</sup> day of April, 1999, by LANSE K. FERRO, President, Secretary, and Treasurer of FERO & COMPANY, INC.,

AND  who is personally known to me  
 who produced Florida Drivers license as identification.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal on the date as shown hereinabove.

Kimberly Billick

NOTARY PUBLIC

My Commission Expires:

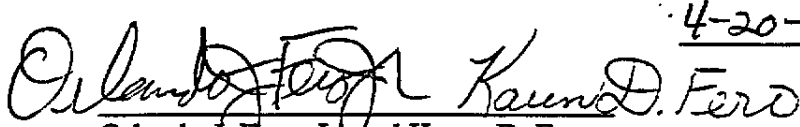
OFFICIAL NOTARY SEAL  
KIMBERLY ROSE BILLICK  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. CC682923  
MY COMMISSION EXP. SEPT. 23 2001

**COPY**

**UNANIMOUS WRITTEN CONSENT OF SHAREHOLDERS TO VOLUNTARY  
DISSOLUTION OF FERO & COMPANY, INC.**

We, the undersigned, being all of the shareholders of FERO & COMPANY, 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 stockholders has signed his or her name and dated the signing opposite the number of shares of the corporation held by him or her of record on such date.

| Signature  | Date           | Number of Shares |
|--|----------------|------------------|
| <br>Orlando J. Fero, Jr. and Karen D. Fero,<br>his wife, JTROS | <u>4-20-99</u> | 50               |