Date: 3/9/05 Time: 11:33 AM To: 18502050380

R&A NAPLES FAX

Page: 001-004

Page 1 of 1

Division of Corporations Florida Department of State

Division of Corporations Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H05000058940 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations

Fax Number : (850) 205-0380

From:

Account Name : ROETZEL & ANDRESS Account Number : I20000000121 Phone

: (239) 649-6200

Fax Number : (239)261-3659

DISSOLUTION

CAROLINA DEVELOPMENT CORPORATION

Certificate of Status	1
Certified Copy	1
Page Count	04
Estimated Charge	\$52.50

3/9/2005

https://efile.sunbiz.org/scripts/efilcovr.exe

Audit No. H05000058940 3

ARTICLES OF DISSOLUTION

Pursuant to section 607.1403, Florida Statutes, this Florida profit corporation submits the following Articles of Dissolution:

FIRST:	The name of the corporation as currently filed with the Florida Department of State:		
	CAROLINA DEVELOPMENT CORPORATION		
SECOND:	The document number of the corporation (if known): \$85426		
THIRD:	The date dissolution was authorized: MARCH 7, 2005		
	Effective date of dissolution if applicable: (no more than 90 days after dissolution file safe)		
FOURTH:	Adoption of Dissolution (CHECK ONE)		
	Dissolution was approved by the shareholders. The number of votes cast Red dissolution was sufficient for approval.		
	Dissolution was approved by of the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the plan to dissolve: The number of votes cast for dissolution was sufficient for approval by		
	Signed this 9th day of March, 2005.		
	Signature: (By a director, president or other difficer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary)		
	WILLIAM E. KLEIN, Sr.		
	(Typed or printed name of person signing)		
	PRESIDENT		
	(Title of person signing)		

Filing Fec: \$35

Audit No. H050000058940 3

Page: 003-004

Audit No.H05000058940 3

Notice of Corporate Dissolution

This notice is submitted by the dissolved corporation named below for resolution of payment of unknown claims against this corporation as provided in s. 607.1407, F.S.

This "Notice of Corporate Dissolution" is optional and is not required when filing a voluntary dissolution.

Name of Corporation:	CAROLINA DEVELOPMENT CORRPORATION
Date of dissolution will specified in the Article	il be the date the dissolution is filed with the Department of State or as so of Dissolution.
Description of informa	tion that must be included in a claim:
Name of claimant, date	e claim arose, nature and amount of claim.
Mailing address where	claims can be sent: (Claims cannot be sent to the Division of Corporations)
	Roetzel & Andress, L.P.A.
	Attn: Joseph D. Zaks
	850 Park Shore Drive, 3rd Floor
	Naples, FL 34103
	ove named corporation will be barred unless a proceeding to enforce the claim years after the filing of this notice.
William E. Klein, Sr.	Um. E. Klein, &
Printed Name of t	he Person Filing Signature of the Person Filing /

Fee: No charge if included with Articles of Dissolution. If filed separately \$35.00

Audit No. H05000058940 3

CERTIFICATION OF SPECIAL SHAREHOLDER MEETING FOR CAROLINA DEVELOPMENT CORPORATION HELD ON THE 7th DAY OF MARCH, 2005

I hereby certify that the sole Shareholder of Carolina Development Corporation, a Florida corporation (the "Company"), pursuant to the requirements of the Articles of Incorporation and By-Laws of said Company, adopted the following resolution:

"BE IT RESOLVED THAT William E. Klein, Sr., President, is hereby authorized on behalf of the Company to consummate the dissolution of the Company by signing Articles of Dissolution for Carolina Development Corporation and causing the same to be filed with the State of Florida.

Carolina Development Corporation, a Florida corporation

William D.

Klein, Sr., President

464950.1.107224.0002