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NEW FILINGS	AMENDMENTS :: ::	E. (1.5) (28) Francisco (2.4)	SECRETARY OF STATE
Profit	Amendment		122 MII: 07 22 MII: 07 ARSEE, FLORIDA
NonProfit	Resignation of R.A., Officer/Dir	ector	Fig 3
Limited Liability	Change of Registered Agent		FLOG.
Domestication	Dissolution/Withdrawal		
Other	Merger		1
OTHER FILINGS: Annual Report	REGISTRATION/ QUALIFICATION		Linthon
Fictitious Name	Foreign	. 11	DIS / MOUNT
Name Reservation	Limited Partnership	///	DIS/10/27
	Reinstatement	V	10/0/20
	Trademark		UKY
	Other		- /
		Examiner's Initials	

Articles of Dissolution of Merritt & Furman Insurance Agency, Inc., a Florida corporation

- The name of the corporation is Merritt & Furman Insurance 1. Agency, Inc.
- Dissolution was authorized on January 28, 1997. 2.
- The number of votes cast by the shareholders was sufficient for approval unanimous. 3.

Dated this __ day of February, 1997.

Merritt & Furman Insurance Agency, Inc., a Florida Corporation by:

John Furman, President

Attest:

Wood, Secretary

Corporate Seal

WAIVER OF NOTICE OF SPECIAL MEETING OF SHAREHOLDERS AND DIRECTORS

We, the undersigned, being all of the Shareholders and Directors of Merritt & Furman Insurance Agency, Inc. a Florida corporation, do hereby call the Special Meeting of the Shareholders and Directors to be held at 201 Southeast 24th Avenue, Pompano Beach, Florida 33062 on the 28th day of January, 1997, at 8:00 P.M., for the purpose of considering the dissolution of the Corporation, a plan for the distribution of assets and the winding up the Corporation affairs; and, transacting any and all business pertaining to the affairs of the Corporation which may properly come before the meeting.

We hereby waive all statutory and By-Law requirements as to notice of time, place and objections of said meeting, and consent to the transaction of any business as may properly come before the meeting.

Dated at Pompano Beach, Florida, this 28th day of January,

John Furman, Shareholder and Director

Leroy Merritt, Shareholder and Director

Stephen Wood, Shareholder and Director

Allen Merritt, Shareholder and Director

Ratification of Minutes

We, the undersigned, being all of the Directors and Shareholders of Merritt & Furman Insurance Agency, Inc., a Florida corporation, do hereby ratify, approve and confirm all that has occurred at the joint special meeting held on January 28, 1997, at the offices of Witte & Craig, P.A., general counsel for the corporation, the minutes of which we have read and in signification of such approval, ratification, and confirmation and of our assent to all acts taken at said meeting, do hereby sign our names hereto.

John Furman, Shareholder and Director

Leroy Merritt, Shareholder and Director

Stephen Wood, Shareholder and Director

Allen Merritt, Shareholder and Director