

V70434

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FILED
98 SEP 30 AM 9:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
WRITER'S DIRECT NUMBER IS
(301) 951-1506

September 28, 1998

VIA FEDERAL EXPRESS

Division of Corporations
Department of State
409E Gains Street
Tallahassee, FL 32399

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-09/29/98--01033--004
*****35.00 *****35.00

Re: Windwell Financial Corporation
Our File No. 14634.1

Dear Sir or Madam:

Enclosed please find Articles of Dissolution for Windwell Financial Corporation along with our check in the amount \$35.00 for the filing fee.

If you have any questions or if you require any additional information, please do not hesitate to contact me.

Very truly yours,

Joe L. Leone

VS OCT 14 1998

JLL/cll

Encls.

cc: Rexford Miller (w/encls.)

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FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

October 6, 1998

JOE L. LEONE
4550 MONTGOMERY AVE., STE. 775N
BETHESDA, MD 20814

SUBJECT: WINDWELL FINANCIAL CORPORATION
Ref. Number: V70434

We have received your document for WINDWELL FINANCIAL CORPORATION and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Articles of Dissolution must comply with either section 607.1401 or 607.1403, Florida Statutes.

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: 998A00049561

RECEIVED
90 OCT 13 AM 9:12
DIVISION OF CORPORATIONS

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WRITER'S DIRECT NUMBER IS

October 12, 1998

VIA FEDERAL EXPRESS

Division of Corporations
Department of State
409E Gaines Street
Tallahassee, Florida 32399

Re: Windwell Financial Corporation
Our File No. 14634

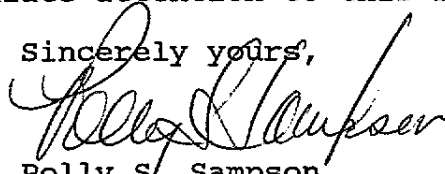
Gentlemen/Ladies:

Per your letter dated October 6, 1998 we inadvertently filed a Board resolution for the above corporation instead of the required Articles of Dissolution. We enclose at this time the Articles of Dissolution for filing in hopes that the effective date of September 30, 1998 will still be honored.

Please contact me if we are unable to receive a September 30, 1998 effective date, or if you need additional information to complete this request.

Thank you for your immediate attention to this request.

Sincerely yours,



Polly S. Sampson
Corporate Paralegal

PSS

Enclosures

cc: Joe L. Leone, Esq.

WINDWELL FINANCIAL CORPORATION

ARTICLES OF DISSOLUTION

FIRST: The name of the Corporation is: WINDWELL FINANCIAL CORPORATION.

SECOND: The dissolution of the Corporation was authorized on September 25, 1998.

THIRD: The dissolution of the Corporation was unanimously approved by the shareholders of the Corporation as of September 25, 1998, in the manner and by the vote required by law and by the charter of the Corporation and the number of shareholders approving the dissolution of the Corporation was sufficient for dissolution. The dissolution of the Corporation was duly authorized by the Board of Directors and Stockholders of the Corporation.

FOURTH: The Corporation is hereby dissolved effective September 30, 1998.

The undersigned President of Windwell Financial Corporation acknowledges the foregoing Articles of Dissolution to be the act of the Corporation and that to the best of his knowledge, information and belief, the matters and facts set forth in these Articles of Dissolution with respect to the authorization and approval are true and correct in all material respects.

ATTEST:

WINDWELL FINANCIAL CORPORATION

By: Joe L. Leone, Assistant
SecretaryBy: Frank A. Benevento III,
President

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