

V70851
AKERMAN SENTERFITT

ATTORNEYS AT LAW

PHILLIPS POINT-EAST TOWER
777 SOUTH FLAGLER DRIVE, SUITE 900
WEST PALM BEACH, FLORIDA 33401-6125
PHONE (561) 659-5990 • FAX (561) 659-6313
<http://www.akerman.com>

August 1, 2001

900004536799--3
-08/15/01--01081--001
*****35.00 *****35.00

Via Certified Mail, Return Receipt Requested

Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, FL 32314

Re: Articles of Dissolution of South Coast Finance, Inc.
Our File No: 16384/078915

Dear Sir/Madam:

Please find enclosed the Articles of Dissolution of South Coast Finance, Inc. along with check number 002966 in the amount of \$35.00 representing your fee for filing and processing same.

Should you have any questions, do not hesitate to contact me.

Very truly yours,

Kathleen S. Loviska

Kathleen S. Loviska,
Real Estate Paralegal

/ksl

Enc.

cc: James R. Kay, Esq.
Mr. Klaus Moeller

WP061834;1

Dissolution

T BROWN AUG 22 2001

FILED
01 AUG 15 PM 3:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AKERMAN, SENTERFITT & EIDSON, P.A.

FORT LAUDERDALE • JACKSONVILLE • MIAMI • ORLANDO • TALLAHASSEE • TAMPA

**ARTICLES OF DISSOLUTION
OF
SOUTH COAST FINANCE, INC.**


FILED
01 AUG 15 PM 3: 50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Section 607.1403, Florida Statutes, South Coast Finance, Inc., a Florida corporation, hereby submits the following Articles of Dissolution:

- FIRST:** The name of the corporation is South Coast Finance, Inc. (the "Corporation").
- SECOND:** The Corporation's Articles of Incorporation were filed on October 14, 1992.
- THIRD:** Pursuant to Section 607.1402(2)(a), the dissolution of the Corporation was approved by the Sole Director of the Corporation effective as of June 28, 2001 by an Action by Unanimous Written Consent of the Sole Director and Sole Shareholder of the Corporation, a copy of which is attached hereto and made a part hereof.
- FOURTH:** Pursuant to Section 607.1402(2)(b), the dissolution of the Corporation was approved by the Sole Shareholder of the Corporation effective as of June 28, 2001, by an Action by Unanimous Written Consent of the Sole Director and Sole Shareholder of the Corporation, a copy of which is attached hereto made a part hereof.
- FIFTH:** The Corporation shall be dissolved effective as of June 28, 2001.
The date of adoption of this dissolution is June 28, 2001.

IN WITNESS WHEREOF, the following officer, being duly authorized, empowered and directed, has executed these Articles of Dissolution as of the 28th day of June 2001.

SOUTH COAST FINANCE, INC.

By: 
Klaus Möller, President, Secretary, and Treasurer

James Kay, Esquire
Florida Bar Number 298166
Akerman, Senterfitt & Eidson, P.A.
777 South Flagler Drive - Suite 900
West Palm Beach, Florida 33401

**ACTION BY UNANIMOUS WRITTEN CONSENT
OF THE SOLE DIRECTOR AND SOLE SHAREHOLDER OF
SOUTH COAST FINANCE, INC.
IN LIEU OF A MEETING**

The undersigned, being the Sole Director and Sole Shareholder of South Coast Finance, Inc., a Florida corporation (the "Corporation"), hereby adopts the following Resolutions pursuant to Section 607.0205, Florida Statutes:

WHEREAS, as of June 28, 2001 (the "Effective Date"), the Sole Director and Sole Shareholder believes it to be in the best interest of the Corporation to wind down and dissolve the Corporation; and

WHEREAS, in accordance with Section 607.1402, Florida Statutes, the Sole Director and Sole Shareholder of the Corporation desire to dissolve the Corporation on the Effective Date pursuant to the Articles of Dissolution (the "Articles of Dissolution")

WITNESSETH:

NOW THEREFORE, be it

RESOLVED, that, as of the Effective Date, the Corporation shall wind down and be dissolved;

FURTHER RESOLVED, that the Corporation hereby adopts the Articles of Dissolution in the form attached hereto as Exhibit "A"; and

FINALLY RESOLVED, that the proper officers of the Corporation shall be and hereby are authorized, empowered and directed to take any and all actions necessary, appropriate or desirable in order to implement the foregoing Resolutions including, without limitation, to execute and file the Articles of Dissolution with the Florida Department of State, Division of Corporations, and to cancel all issued and outstanding Stock Certificates of the Corporation.

IN WITNESS WHEREOF, the undersigned, being the Sole Director and Sole Shareholder of the Corporation, does hereby execute this instrument as of the Effective Date.

SOLE DIRECTOR and SOLE SHAREHOLDER:


Klaus Möller, as Sole Director and Sole Shareholder