

U71088
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Please refer to our file number:

439-28 29 & 30
Writer's direct line:

Reply to: (813) 364-2755
Sarasota

July 18, 1997

Bureau of Corporate Records
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Fairfax South, Inc.
Fairfax East, Inc.
Fairfax West, Inc.

500002242365--6
-07/21/97--01031--003
*****262.50 *****87.50

Dear Sir or Madam:

Enclosed please find original and duplicate of Articles of Dissolution for each of the referenced Corporations, together with a check in the amount of \$262.50 to cover the following items:

Filing of each Articles of Dissolution	\$35.00
Certified Copy of each Articles of Dissolution	52.50

Please return a certified copy of each Articles of Dissolution to the undersigned.

Very truly yours,

ABEL, BAND, RUSSELL, COLLIER,
PITCHFORD & GORDON, CHARTERED

By

Dale S. Davidson
Dale S. Davidson

DSD:gkm

Enclosures

(DSD:gkm\439-28-29-30\Dissolution SOS.225807)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUL 21 PM 3:02

724 JUL 22 1997

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 JUL 21 PM 3:02

ARTICLES OF DISSOLUTION

OF

FAIRFAX SOUTH, INC.

Pursuant to the provisions of the Florida Business Corporation Act, the undersigned Corporation adopts the following Articles of Dissolution for the purpose of dissolving the Corporation:

ARTICLE I - NAME

The name of the Corporation is FAIRFAX SOUTH, INC.

ARTICLE II - RESOLUTION TO DISSOLVE

Pursuant to the authority contained in Sections 607.1402 and 607.1403 of the Florida Statutes, the holders of the common stock of the Corporation entitled to vote thereon elected to dissolve the Corporation effective the date these Articles of Dissolution are filed with the Secretary of State. A copy of the Resolution to Dissolve is annexed hereto. Said Resolution was adopted by all of the Shareholders of the Corporation on May 14, 1997.

IN WITNESS WHEREOF, the undersigned, being the President of the Corporation, has executed these Articles of Dissolution this 14th day of May, 1997.

FAIRFAX SOUTH, INC.,
a Florida corporation

By: Trey Desenberg, Pres

Trey Desenberg, President

CERTIFICATE OF RESOLUTION OF DISSOLUTION

THE UNDERSIGNED, being the Secretary of FAIRFAX SOUTH, INC., a Florida Corporation, hereinafter referred to as the "Corporation", does hereby certify that, at a duly called meeting of the Board of Directors held at the offices of the Corporation, Sarasota, Florida, on May 14, 1997, at 11:00 A.M., at which the sole Director was present and voting throughout, it was:

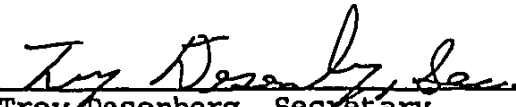
RESOLVED, that the Board of Directors recommend that the Corporation be dissolved in accordance with the voluntary dissolution provisions of Chapter 607 of the Florida Statutes, and that the questions of such dissolution be submitted to a vote of a meeting of the Shareholders.

THE UNDERSIGNED does further certify that at a meeting of all of the Shareholders of the Corporation held at 11:30 A.M. on May 14, 1997, at the Offices of the Corporation, upon Waiver of Notice and Consent of the meeting signed by all of the shareholders entitled to vote at such meeting, which waiver of notice and consent stated the purpose of the meeting was to consider the advisability of dissolving the Corporation, it was:

RESOLVED, by the affirmative vote of the holders of all of the shares of the Corporation, entitled to vote thereon, that the Corporation be dissolved, and it was

FURTHER RESOLVED, that the President of the Corporation be authorized and directed to prepare and execute Articles of Dissolution of the Corporation and file the same in the office of the Department of State of the State of Florida, in accordance with the voluntary dissolution provisions of Chapter 607 of the Florida Statutes.

IN WITNESS WHEREOF, I have hereunto set my signature and seal of the Corporation this 14th day of May, 1997.


Trey Desenberg, Secretary