

F30471

FILED

01 JAN 24 PM 12:50

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

D. ABRAMS
2332 Orchard Drive
Apopka, FL 32712

City/State/Zip

Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

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- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS

- ☐ Profit
☐ Not for Profit
☐ Limited Liability
☐ Domestication
☐ Other

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1-26-01
AKS

AMENDMENTS

- ☐ Amendment
☐ Resignation of R.A., Officer/Director
☐ Change of Registered Agent
☐ Dissolution/Withdrawal
☐ Merger

OTHER FILINGS

- ☐ Annual Report
☐ Fictitious Name

REGISTRATION/QUALIFICATION

- ☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Trademark
☐ Other

Examiner's Initials



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

January 5, 2001

DAVID ABRAMS
2332 ORCHARD DRIVE
APOPKA, FL 32712

SUBJECT: DALAMAR, CORP.
Ref. Number: F30471

We have received your document for DALAMAR, CORP., however, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$35.00.

The current name of the entity is as referenced above. Please correct your document accordingly.

If you have any questions concerning this matter, please either respond in writing or call (850) 487-6905.

Thelma Lewis
Corporate Specialist Supervisor

Letter Number: 701A00000696

ARTICLES OF DISSOLUTION
PURSUANT TO SECTION 607.1403
OF THE
FLORIDA GENERAL CORPORATION ACT


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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

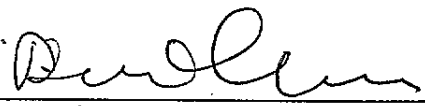
Pursuant to the provisions of Section 607.1403 of the Florida General Corporation Act, the undersigned corporation adopts the following Articles of Dissolution for the purpose of dissolving the corporation:

1. The name of the corporation is Dalamar Corp.
2. The Articles of Dissolution have been approved by the unanimous Written Consent of all of the shareholders of the corporation, as provided by Section 607.0704. A copy of such Written Consent is attached hereto.
3. The dissolution of the corporation is to be effective December 30, 2000.
4. The number of shares owned by the shareholder who executed such Written Consent, and who consented to the filing of these Articles of Dissolution, is sufficient to approve the dissolution of the corporation.
5. All debts, obligations and liabilities of the corporation have been paid or discharged or adequate provision has been made therefore.
6. All remaining property and assets of the corporation have been distributed to its sole shareholder.
7. There are no actions pending against the corporation in any court.

DATE: 12/30/00

Dalamar Corporation

BY: 
Secretary

BY: 
President

STATE OF FLORIDA)
)
COUNTY OF SEMINOLE)

BEFORE ME, the undersigned authority, personally appeared David Abrams, who is to me well known to be the person described in and who subscribed the above Articles of Dissolution, and he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal, at _____, in said County and State, this 30 day of December, 2000.

Leah G. James
Commission # CG 908467
Expires March 24, 2004
Bonded Thru
Atlantic Bonding Co., Inc.



Leah G. James
Notary Public
My Commission Expires:

AFFIDAVIT

STATE OF FLORIDA)
) SS.
COUNTY OF SEMINOLE)

Before me this day personally appeared David Abrams, President of Dalamar Corporation, a Florida corporation, who being first duly sworn, depose and say:

1. I, the undersigned, being President of Dalamar Corporation make this affidavit in accordance with Section 607.267 of the Florida Statutes.

2. All debts, obligations and liabilities of the corporation have been paid or discharged, or adequate provision has been made therefore.

3. All current due property taxes, both tangible and intangible, and all sales and use taxes applicable to this corporation have been paid to and including December 30, 2000.

4. There are no actions pending against the corporation in any court.

5. All remaining property and assets of the corporation have been distributed among the shareholders in accordance with their respective rights and interests. The stockholder of this corporation is David Abrams, and the respective interest of this shareholder is 100% of the issued and outstanding capital stock of Dalamar Corporation.

DATED at _____, State of
this 30 day of December, 2000.

David Abrams

Attest: _____

SUBSCRIBED AND SWORN to before me this 30 day of
December, 2000.



Leah G. James
Commission # CG 908467
Expires March 24, 2004
Bonded Thru
Atlantic Bonding Co., Inc.

Leah G. James
Notary Public
My Commission Expires:

WRITTEN CONSENT OF SHAREHOLDERS TO DISSOLUTION

THIS WRITTEN CONSENT OF SHAREHOLDERS TO DISSOLUTION is made this 30th day of November, 2000, between David Abrams (hereinafter called the "Shareholder") and Dalamar Corporation, a Florida corporation (hereinafter called the "Corporation").

WHEREAS, each of the Shareholders own the number of shares of capital stock of the Corporation as set forth below:

David Abrams

30,000 shares

WHEREAS, such shares constitute 100% of the issued and outstanding shares of capital stock of the Corporation; and

WHEREAS, the Shareholders wish to approve, authorize and consent to the voluntary dissolution of the Corporation pursuant to Internal Revenue Code Section 331 and in accordance with the General Corporation Law of the State of Florida, said dissolution to be effective December 30, 2000.

NOW THEREFORE, the parties hereby agree as follows:

1. Cessation of Business Activities. Immediately following the execution of the plan of liquidation set forth in this Written Consent, the Shareholders hereby authorize and direct the officers of the Corporation to cease all business activities on behalf of the Corporation except as required to comply with the plan of complete liquidation as set forth herein.

2. Consent to Dissolution. The Shareholders approve, authorize and consent to the dissolution of the Corporation, such dissolution to be effected as promptly as possible and in no event later than December 30, 2000, and in accordance with the plan of liquidation set forth in this Written Consent.

3. Distributions in Complete Liquidation. The Shareholders hereby agree that after payment is made of the Corporation's debts, or provision is made therefore, the officers of the Corporation shall distribute all of the remaining property of the Corporation to the Shareholders in complete cancellation or redemption of all of his issued and outstanding shares of capital stock, such distribution to be made as promptly as practicable and in any event not later than December 30, 2000. The Shareholders agree that any amounts distributed to the Shareholders shall be distributed to the Shareholders in proportion to their stock ownership in the Corporation.

4. Tax Returns. The Corporation's accountants shall prepare and file a Form 966 on behalf of the Corporation. A final Form 1120 shall be filed on behalf of the Corporation for the taxable year ending December 30, 2000. The Shareholders agree to be personally responsible for the accounting fees and expenses incurred to the extent the assets of the Corporation are insufficient to pay such fees and expenses at the time the services are rendered.

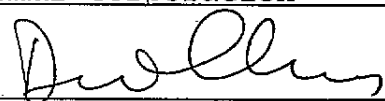
5. Filing Articles of Dissolution. The Corporation's attorneys shall prepare and cause to be filed Articles of Dissolution with the Secretary of State of Florida, which Articles of Dissolution shall reflect the plan of complete liquidation set forth herein. The Shareholders agree to be personally responsible for the legal fees and expenses incurred in preparing and filing the Articles of Dissolution to the extent the assets of the Corporation are insufficient to pay such fees and expenses at the time the services are rendered.

6. Cessation of Other Activities. Except as provided above, all corporation activities of the Corporation shall cease no later than December 30, 2000.

IN WITNESS WHEREOF, the parties hereto have caused this Written Consent of Shareholders to Dissolution to be executed on the day and year set forth next to each of their signatures.

Date: 12/30/00

BY: 
Secretary

Dalamar Corporation
BY: 
President