

L04000085022

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FILED

10 JUN 17 PM 12:09

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

N. Collins JUN 18 2010

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: FINISH LINE ADVANTAGE, LLC
(Name of Limited Liability Company)

The enclosed Articles of Dissolution and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

JOHN J. FLYNN
(Name of Person)

C/O FLEET ADVANTAGE, LLC
(Firm/Company)

401 E LAS OLAS BLVD, SUITE 1720
(Address)

FORT LAUDERDALE, FL 33301
(City/State and Zip Code)

For further information concerning this matter, please call:

MARIE CRUCILLA at (954) 615-4400
(Name of Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

☐ \$25.00 Filing Fee

☐ 30.00 Filing Fee &
Certificate of Status

☐ \$55.00 Filing Fee &
Certified Copy
(additional copy is enclosed)

☒ \$60.00 Filing Fee,
Certificate of Status &
Certified Copy
(additional copy is enclosed)

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

STREET/COURIER ADDRESS:
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

ARTICLES OF DISSOLUTION
FOR
A LIMITED LIABILITY COMPANY

FILED
10 JUN 17 PM 12:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name of a limited liability company is

FINISH LINE ADVANTAGE, LLC

2. The Articles of Organization were filed on 11/23/04 and assigned document number

L04000089022

3. The date the dissolution was approved: 4/30/10

4. A description of occurrence that resulted in the limited liability company's dissolution pursuant to section 608.441, Florida Statutes, (copy 608.441 on back cover letter).

SEE ATTACHED "ACTION BY WRITTEN CONSENT OF
MANAGER + MEMBER OWNING MAJORITY INTEREST"

5. CHECK ONE:

- ☒ All debts, obligations and liabilities of the limited liability company have been paid or discharged.
-OR-
☐ Adequate provision has been made for the debts, obligations and liabilities pursuant to s. 608.4421.

6. All remaining property and assets have been distributed among its members in accordance with their respective rights and interests.

7. CHECK ONE:

- ☒ There are no suits pending against the company in any court.
-OR-
☐ Adequate provision has been made for the satisfaction of any judgment, order or decree which may be entered against it in any pending suit.

Signatures of the members having the same percentage of membership interests necessary to approve the dissolution:

Signature

Printed Name

JOHN J FLYNN

FILING FEE: \$25.00

Finish Line Advantage, LLC

Action by Written Consent of Manager and Member Owning Majority Interest

as of April 30, 2010

The undersigned, being the Manager and the Member owning a majority in interest of Finish Line Advantage, LLC, a Florida limited liability company (the "LLC") hereby consent to adoption of the following votes:

- VOTED: That the business and affairs of the LLC be completely wound up and liquidated, pursuant to the provisions of Article XII of the LLC's Operating and Agreement and Chapter 608 of The 2009 Florida Statutes.
- VOTED: That all of the debts, obligations and liabilities of the LLC, if any, be paid or provided for; that all of the assets of the LLC, if any, be distributed in complete liquidation; that the assets of the LLC, subject to liabilities, if any, be distributed to the members of the LLC, or their nominees, in accordance with the provisions of the LLC's Operating Agreement, as the same may have been amended, in complete liquidation and in complete cancellation of all of the outstanding membership interests of the LLC; that said liquidation be conducted in accordance with the provisions of this and the following votes, and that this and the following votes be hereby adopted as, and declared to constitute, the LLC's "Plan of Complete Liquidation."
- VOTED: That the manager of the LLC, acting singly, be hereby authorized and empowered, on behalf of this LLC and in its name, to effect the complete liquidation of the LLC, and in connection therewith, but not in limitation thereof, to sell or otherwise dispose of all or any part of its assets to such purchaser or purchasers, for such consideration, and upon such terms, provisions and conditions as such manager shall, in such manager's sole discretion, determine; to execute, seal and deliver any and all assignments, bills of sale, deeds and other instruments and documents as said manager shall deem necessary, appropriate or desirable to effect the intent and purposes of this vote; to transfer and deliver to the holder of all of the membership interests of this LLC, as a distribution in liquidation, in cash or in kind, and subject to its liabilities, if any, all of the property of this LLC, including, without limitation, any promissory notes, mortgages or other security instruments and the LLC's rights under any agreements with third parties, said transfer to be in such form and to contain such terms, provisions and conditions as said manager shall, by the execution thereof, determine to be necessary, appropriate or desirable; and the taking of any such action, and the execution of any such documents or instruments, by

said manager shall be conclusive evidence that the action so taken, and the documents or instruments so executed, were, at the time of taking such action or executing such documents or instruments, deemed by said manager to be necessary, appropriate or desirable to effect the purposes of this vote and that the action so taken or the documents or instruments so executed were authorized by this vote.

VOTED: That the manager, agents and attorneys of the LLC, acting singly or in combination, are hereby authorized and empowered to execute Articles of Dissolution and to cause the same to be filed with the Florida Department of State, together with such other documents or instruments as may be necessary or required to dissolve the LLC.

VOTED: That, upon the filing of the Articles of Dissolution with the Florida Department of State, the LLC shall be dissolved.

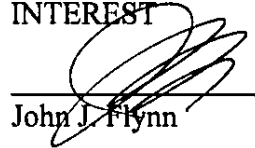
VOTED: That the manager and agents of the LLC be, and they hereby are, and each of them acting singly hereby is, authorized, for and on behalf of the LLC and in its name, to execute, acknowledge and deliver, under seal, if required, all such instruments and other documents, and to take all such other actions, as the manager so acting shall deem necessary or desirable to give effect to the foregoing votes, the execution, acknowledgment, delivery or filing of any such instrument or document, or the taking of any such action, by any such manager or agent, to constitute conclusive evidence of its having been authorized by these votes.

MANAGER:



John J. Flynn

MEMBER OWNING MAJORITY
INTEREST



John J. Flynn