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10 FEB 19 11:20:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

S. HAWKES

FEB 22 2010

EXAMINER

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: TOP SHELF PRODUCTIONS, 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:

Marc I. Solomon

(Name of Person)

MARC I. SOLOMON P.A.

(Firm/Company)

1160 S. Rogers Circle, Suite 2

(Address)

Boca Raton, Florida 33487

(City/State and Zip Code)

For further information concerning this matter, please call:

Marc I. Solomon

(Name of Person)

at (561) 999-8960

(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 OF :
TOP SHELF PRODUCTIONS, LLC

In compliance with the requirements of F.S. Chapter 608.445 the undersigned, being a natural person, hereby files the following Articles of Dissolution for the purpose of dissolving Top Shelf Productions, LLC.

ARTICLE I

The name of the limited liability company (the "Company") is Top Shelf Productions, LLC.

ARTICLE II

The dissolution of the Company was authorized on January 27, 2010.

ARTICLE III

The dissolution of the Company was authorized by written consent of all of the Members of Top Shelf Productions, LLC.

ARTICLE IV

All debts, obligations and liabilities of the Company have been paid.

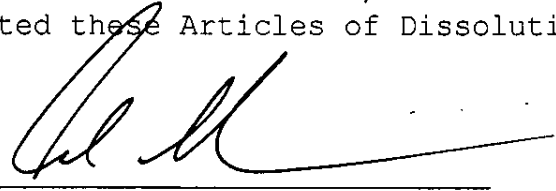
ARTICLE V

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

ARTICLE VI

There are no suits pending against the Company in any court.

IN WITNESS WHEREOF, the undersigned Managing Member has executed these Articles of Dissolution on January 28th, 2010.

By: 

Adam Goodkin, Manager Member

FILED
10 FEB 19 PM 2:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**MEMBER RESOLUTION APPROVING THE
DISSOLUTION OF TOP SHELF PRODUCTIONS, LLC**

FILED
10 FEB 19 PM 2:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned as all of the Members of Top Shelf Productions, LLC, a Florida Limited Liability Company (the "Company"), do hereby certify that the following is a true and correct Resolution duly adopted by the Members of the Company in accordance with the Operating Agreement of the Company, on January 27, 2010, and that this Resolution is now in full force and effect:

"RESOLVED, that the Members agree that they do not wish to pursue together the business purpose of the LLC as outlined in the Company's Operating Agreement.

FURTHER RESOLVED, that the Members agree to dissolve the Company and file the Articles of Dissolution of the Company with the State of Florida pursuant to Fla. Stat. 608.445 and 608.446.

FURTHER RESOLVED, that the Company shall pay the sum of \$17,000 to WCS Lending, LLC. WCS Lending LLC agrees to accept the sum of \$17,000 as full and complete payment of all monies due and owing to it by the Company, Adam Goodkin and Randall Ostrow.

FURTHER RESOLVED, that Randall Ostrow and Adam Goodkin each acknowledge and represent that all debts, obligations and liabilities of the Company have been paid by the Company."

IN WITNESS WHEREOF, the Members of the Company have executed this Member Resolution approving the Dissolution of the Company this 3rd day of January 2010.

Witness:

David A. Bane

David A. Bane

Members:

Adam Goodkin

Randall Ostrow

WCS Lending, LLC, a Florida Limited
Liability Company

David A. Bowie

David A. Bowie

By: EM. Wall
Eric M. Wallberg, Managing Member

By: [Signature]
Carlos V. Cepeda, Managing Member

FILED
10 FEB 19 PM 2:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA