

133 568

Stringfellow Supply Company

4941 SW 91<sup>st</sup> Terrace  
Gainesville, Florida 32608  
352/371-2254

Suite #101

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

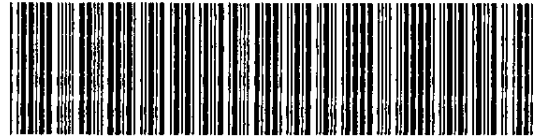
(Business Entity Name)

(Document Number)

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APPROVED  
AND  
FILED  
11 MAR 24 AM 11:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

DISS  
3/28/11  
TC

January 13, 2011

Florida Secretary of State  
Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Re: Dissolution of Stringfellow Supply Company, Document Number 133568

Enclosed you will find the Articles of Dissolution of Stringfellow Supply Company, the Written Consent and Resolution of Shareholder to Dissolve Corporation," and the "Plan of Complete Liquidation and Dissolution."

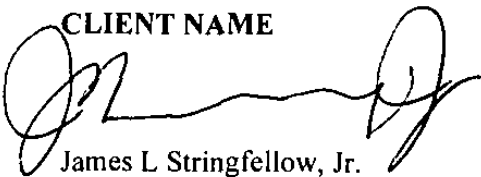
Also enclosed is one check for \$43.75. This check is to pay the filing fee for the Articles of Dissolution of \$35 as well as \$8.75 for a certified copy of the dissolution.

Please mail the certified copy of the dissolution to the address above.

Thank you for your assistance in this matter.

Sincerely,

CLIENT NAME



James L. Stringfellow, Jr.  
President


**ARTICLES OF DISSOLUTION  
OF  
Stringfellow Supply Company**

APPROVED  
AND  
FILED  
11 MAR 24 AM 11:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to Section 607.1403 of the Florida Statutes, the undersigned Corporation adopts these Articles of Dissolution.

- FIRST: The name of corporation as currently filed with the Florida Department of State is Stringfellow Supply Co
- SECOND: The document number of the corporation is 133568
- THIRD: The dissolution was authorized on December 17, 2010.  
The effective date of dissolution was December 31, 2010.
- FOURTH: The dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.
- FIFTH: These articles of dissolution will take effect on December 31, 2010 at Gainesville, Florida
- DATED: December 17, 2010

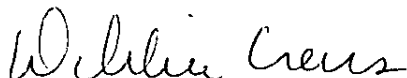
By:

  
James L. Stringfellow, Jr  
Its President

STATE OF FLORIDA  
COUNTY OF ALACHUA

Before me, the abovesigned authority, personally appeared, who is well known to be the person described in and who subscribed the above articles of dissolution, and he/she did freely and voluntarily acknowledge before me according to law that he/she 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 Alachua County, Florida in said County and State this 25 day of Feb, 2011.

  
Notary Public

SEAL

My Commission Expires \_\_\_\_\_



**WRITTEN CONSENT AND RESOLUTION  
OF  
SHAREHOLDER TO DISSOLVE CORPORATION**

The undersigned shareholders hereby agree and consent to the adoption of the following resolution by the shareholders of Stringfellow Supply Company pursuant to Section 607.1402(6) of the Florida Statutes without the necessity of holding a meeting thereon and waiving all notice of such meeting;

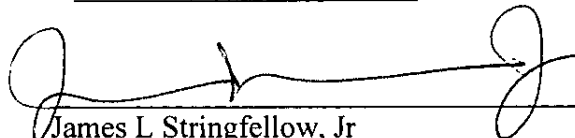
RESOLVED that the plan of liquidation attached hereto be approved by the shareholders of the Corporation;

RESOLVED FURTHER that the officers and directors of the Corporation are hereby authorized and directed to collect and distribute the assets of the Corporation in accordance with the terms and on the conditions set forth in the plan, and to take such further action as may be necessary or proper to liquidate and dissolve the corporation;

RESOLVED FURTHER that the Board of Directors may abandon dissolution proceedings and file Articles of Revocation, without further shareholder action, at any time prior to the expiration of one hundred twenty (120) days after the effective date of the Articles with the Department of State.

EXECUTED on 12-31-10

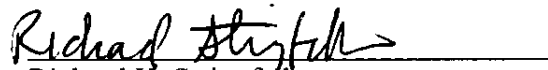
By:

  
James L Stringfellow, Jr  
Shareholder

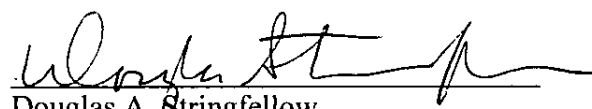
By:

  
Martha Stringfellow York  
Shareholder

By:

  
Richard H. Stringfellow  
Shareholder

By:

  
Douglas A. Stringfellow  
Shareholder

# **Stringfellow Supply, Inc. Plan of Complete Liquidation and Dissolution**

## **1. Statement of Purpose**

This Plan of Complete Liquidation and Dissolution (the "Plan") describes the steps that will be taken to achieve a complete liquidation and dissolution of Stringfellow Supply Company, Inc., a Florida corporation (the "Corporation"), in accordance with IRC Sections 331 and 336 and the comparable sections of the Florida State Business Corporation Code .

After this Plan and the election to wind up and dissolve the Corporation have been adopted and approved by the written consent of 100% of the Corporation's Shareholders, the following steps will be taken:

## **2. Cessation of Business**

The Corporation will cease to carry on business except to the extent necessary to wind up its business and affairs.

## **3. Notice to Creditors and Claimants**

The Corporation's Board of Directors will take the steps necessary to mail a written notice of the commencement of the proceedings for voluntary winding up of the Corporation to all known creditors and claimants whose addresses are contained in the Corporation's records.

## **4. Filing Federal and State Tax Forms**

The Corporation's Officers and Directors will take the steps necessary to have the Corporation file with the IRS and with the State of Florida such forms as are required of a corporation in liquidation.

## **5. Tax Clearance Certificate**

The Corporation's Officers and Directors will take the steps necessary to have the Corporation apply to the State of Florida for a Tax Clearance Certificate, which must be filed with the Florida Secretary of State before the dissolution of the Corporation becomes final.

## **6. Payment of Corporate Liabilities**

By 12/31/10, the Corporation's Officers and Directors will take the steps necessary to have the Corporation pay all of its known current debts and liabilities (other than the liabilities assumed or taken subject to by the Shareholders).

## **7. Transfer and Distribution of Corporation Assets**

As soon as possible after the adoption of the Plan as provided in Section 1, and after payment, satisfaction, or Shareholders' assumption of the Corporation's known debts and liabilities and distribution of the Corporation's cash to its Shareholders, any assets remaining will be distributed to the shareholders and held in the shareholders's Trust Accounts to pay the claims of any creditors. If there are no such claims, the remaining assets will be distributed to the Shareholders by 06/30/2011. These distributions will be in complete redemption of all of the Corporation's issued and outstanding stock and in complete satisfaction of the Shareholders' rights in, to, and against the Corporation.

#### **8. Cancellation of Stock Certificates**

At the time of the initial distribution of the Corporation's assets as provided in Section 7, all of the Corporation's stock certificates will be cancelled and the Shareholders will surrender their stock certificates for retention in the Corporation's records.

#### **9. Filing Certificate of Dissolution**

Promptly after the date of the transfer and the distribution referred to in Section 7, the Corporation's Directors will execute a Certificate of Dissolution to be filed in the Office of the Secretary of State of Florida.

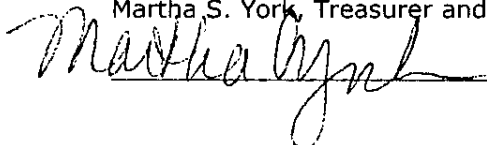
#### **10. Filing Final Tax Returns**

The Corporation's Officers and Directors will file the Corporation's final federal income tax and State of Florida returns, and will timely file all other required federal and state forms, documents, and information required as a result of the Corporation's complete dissolution and liquidation.

#### **11. Authorization of Necessary Acts**

The Corporation's Officers and Directors will carry out the Plan and will have the power and authority to adopt all resolutions, execute all documents, and take all other action they deem necessary or desirable for the purpose of dissolving the Corporation and completely liquidating its business, assets, and affairs. However, nothing in this Plan will be construed to permit the Officers or Directors to take any action that would be inconsistent with the provisions of IRC Sections 331 and 336 and the comparable sections of the Florida State Business Corporation Code.

Martha S. York, Treasurer and Secretary

 dated 12-31-10