

398914

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RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATION
2013 JAN -4 AM 10:43
10256000000
TALLAHASSEE, FLORIDA
SECRETARY OF STATE
SUFFICIENT OFFILING

FILED

2013 JAN -4 AM 10:43

T. LEMIREX

JAN 04 2013

Dis 517



CORPORATION SERVICE COMPANY*

ACCOUNT NO. : I20000000195

REFERENCE : 485146 4312767

AUTHORIZATION :

COST LIMIT : \$ 52.50

ORDER DATE : January 4, 2013

ORDER TIME : 10:21 AM

ORDER NO. : 485146-005

CUSTOMER NO: 4312767

DOMESTIC FILINGS

NAME: INDUSTRY PUBLISHERS, INC.

XX ARTICLES OF DISSOLUTION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

PLEASE NOTE WE NEED TWO CERTIFIED COPIES RETURNED.

CONTACT PERSON: Susie Knight - EXT# 52956

EXAMINER'S INITIALS: _____

ARTICLES OF DISSOLUTION
OF
INDUSTRY PUBLISHERS, INC.

FILED
13 JAN -4 PM 2:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I.

The name and address of this corporation are: INDUSTRY PUBLISHERS, INC.,
2915 Biscayne Boulevard, Suite 303, Miami, Florida 3337.

II.

The names and addresses of the officers and directors of this corporation are as follows:

STANLEY J. SCHWARTZ	President and Director	2915 Biscayne Boulevard Suite 303 Miami, Florida 33137
HARDY C. KATZ	Treasurer and Director	2915 Biscayne Boulevard Suite 303 Miami, Florida 33137
SHEILA GOODMAN	Director	2915 Biscayne Boulevard Suite 303 Miami, Florida 33137

III.

That all debts, obligations and liabilities of the corporation have been paid or discharged or that adequate provision has been made therefor.

IV.

That after applying it to the payment of the liabilities and obligations of the corporation, all remaining property and assets of the corporation have been distributed among its shareholders in accordance with their respective rights and interests.

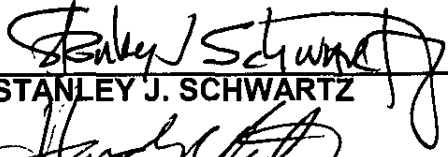

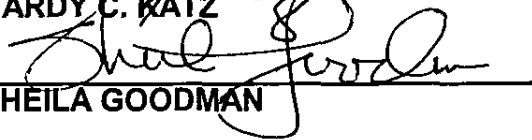
V.

That there are no actions pending against the corporation in any court.

VI.

That the corporation has elected to dissolve by act of the corporation; a copy of the resolution to dissolve, the original of which was adopted by the shareholders of the corporation on December 21, 2012, is attached hereto.

IN WITNESS WHEREOF, these Articles of Dissolution have been executed this 28TH day of December, 2012.


STANLEY J. SCHWARTZ

HARDY C. KATZ

SHEILA GOODMAN

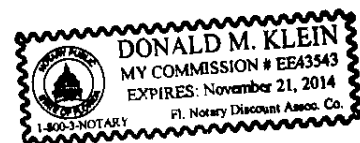
STATE OF FLORIDA
COUNTY OF DADE

} SS:

BEFORE ME, a Notary Public, authorized to take acknowledgments, in the State and County set forth above, personally appeared **STANLEY J. SCHWARTZ, HARDY C. KATZ** and **SHEILA GOODMAN**, known to me to be the persons who executed the foregoing Articles of Dissolution, who are personally known to me and who did not take oaths, and they acknowledged before me that they executed the same for the uses and purposes set forth herein.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid this 28th day of December, 2012.


NOTARY PUBLIC, State of Florida



CERTIFICATE OF CORPORATE RESOLUTION

I, the undersigned, **STANLEY J. SCHWARTZ**, as President of **INDUSTRY PUBLISHERS, INC.**, a Florida corporation, does hereby certify that the following is a true and correct copy of a Resolution duly enacted by the Board of Directors and Stockholders of said corporation at a Joint Special Meeting of said Corporation:

"RESOLVED that the following plan of liquidation of **INDUSTRY PUBLISHERS, INC.** is hereby adopted:

1. The Corporation, by its duly authorized officers, will distribute to its Stockholders on or before December 31, 2012, all of its assets, subject to any unpaid liabilities, with the exception of a reasonable amount of cash to be retained for the payment of any unascertained or contingent liabilities, expenses and federal taxes. The Stockholders shall agree to assume their shares of the said unpaid liabilities, to accept their interests in the assets of the corporation, and to surrender all of its stock for cancellation.
2. As soon as practicable after the distribution has been made, the corporation shall be dissolved pursuant to the laws of the State of Florida and the officers of the corporation are authorized to execute such instruments as may be required in connection with the dissolution.
3. If required, within thirty (30) days after the date of this meeting, counsel for the corporation shall file Form 966 with the District Director of the Internal Revenue Service, together with a certified copy of this Resolution.
4. The corporation shall be liquidated under the provisions of Section 331 of the Internal Revenue Code of 1986.
5. The officers and directors of the corporation are authorized and directed to carry out the provisions of this Resolution and to adopt any further resolutions as may be found necessary in liquidating and dissolving the corporation in accordance with the express intent of the stockholders and directors under the plan adopted at this meeting."

I FURTHER CERTIFY that the foregoing Resolution was adopted at a meeting of the Board of Directors and Stockholders of said corporation, legally called and held in accordance with the Certificate of Incorporation and with the By-Laws of said corporation, that the same was enacted unanimously by the said Directors and Stockholders and that the said Resolution is in full force and effect and has not been altered, modified or rescinded.

IN WITNESS WHEREOF, I have executed the above and foregoing Certificate and have affixed the corporate seal this 28th day of December, 2012.

INDUSTRY PUBLISHERS, INC.,
a Florida corporation

By:  
STANLEY J. SCHWARTZ, President