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Dissolution TB 12-23-0

# THE DECKER LAW FIRM, P.A.

ATTORNEYS AND COUNSELORS AT LAW

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Telephone: (386) 364-4440 Facsimile: (386) 364-4508

December 18, 2008

Department of State Division of Corporations Clifton Building 2661 Executive Center Circle Tallahassee, Florida 32301

Re: Articles of Dissolution for V. B. Brown Distributor, Inc. - Document Number 467061

Dear Sir or Madam:

On behalf of my client, V. B. Brown Distributor, Inc., I enclose Articles of Dissolution for the corporation signed by all appropriate officers, directors and shareholders along with our office account check for \$35.00 to cover the filing fee for this submission. Please note that one of the directors, Michael B. Brown, signed by counterpart which is included in this submission since he participated by telephonic conference call.

Please accept these Articles of Dissolution for filing in your office. Should you have any questions or concerns, please do not hesitate to contact me. Thank you for your courtesies and assistance.

Sincerely yours,

Andrew J. Decker, III

AJD,III:hp

08257

Street Address: 320`White Avenue Live Oak, Florida 32064

Mail Reply To: Post Office Drawer 1288 Live Oak, Florida 32064

FEDEX

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## ARTICLES OF DISSOLUTION OF V. B. BROWN, DISTRIBUTOR, INC.

In accordance with §§ 607.1402 and 607.1403, Florida Statutes, and upon the authorization of the Shareholders and Directors of V. B. Brown, Distributor, Inc., a Florida corporation, it is upon due consideration that the following Articles of Dissolution are adopted:

#### ARTICLE I

The name of the corporation is: V. B. Brown, Distributor, Inc.

#### ARTICLE II

The corporation, V. B. Brown, Distributor, Inc., was authorized by its Shareholder and Directors to file these Articles of Dissolution on December 18, 2008.

#### ARTICLE III

The corporation, V. B. Brown, Distributor, Inc., has only one voting group and that being the group comprised of holders of common stock of V. B. Brown, Distributor, Inc.

#### ARTICLE IV

The dissolution of V. B. Brown, Distributor, Inc. was authorized and approved by its Directors and Shareholder at a Special Meeting conducted on December 18, 2008, at which time the number of votes cast by the Shareholders of the single voting group comprised of holders of common stock in V. B. Brown, Distributor, Inc. for dissolution of the corporation was sufficient for approval.

### ARTICLE V

In accordance with §607.1405, Florida Statutes, as a dissolved Florida corporation, V. B. Brown, Distributor, Inc. may not carry on any business except that appropriate to wind up and liquidate its business and affairs, including:

- a. Collecting its assets;
- b. Disposing of its properties that will not be distributed in kind to its shareholders;
- c. Discharging or making provision for discharging its liabilities;
- d. Distributing its remaining property among its shareholders according to their interests; and
- e. Doing every other act necessary to wind up and liquidate its business and affairs.

The undersigned President, Secretary and Chairman of the Board of Directors, Officers and Shareholders have executed these Articles of Dissolution on this 18th day of December, 2008, at Live Oak, Suwannee County, Florida.

Signed, sealed and delivered in the presence of these witnesses:

Signature

<u>HADISOL Brown</u> Type or Print Name of Witness

ss Signature

Type or Print Name of Witness

V. B. BROWN, DISTRIBUTOR, INC.

BY

Name: V Title: P

V. B. Brown President

ATTEST: 3 Que Name: Louis M. Brown Title: Secretary

tness Signature

HARISO Brown Type or Print Name of Witness

ess Signature

ersol Brown

Type or Print Name of Witness

Werkenner

V. B. Brown Shareholder and Director

M. Brown 9 Sur ,

Louis M. Brown Shareholder and Director

Witness Signature

Michael B. Brown Director

Type or Print Name of Witness

iness Signature

<u>MARISOC</u> Brown Type or Print Name of Witness

ouis Day Brown Director

\* \* \* \* \*

Witness Signature

V. B. Brown Shareholder and Director

Shareholder and Director

Louis M. Brown

Type or Print Name of Witness

Witness Signature

Type or Print Name of Witness

Dana Dunn

Witness Signature

DANA DUNN

Type or Print Name of Witness

Witness Signature

Louis Day Brown Director

Michael B. Brown

Director

Type or Print Name of Witness