

578804

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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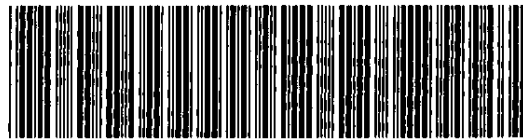
(Business Entity Name)

(Document Number)

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@ 9/20/11

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** 94TH AERO SQUADRON OF W. PALM BEACH, INC.

**DOCUMENT NUMBER:** 578804

The enclosed **Articles of Dissolution** and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

GEORGETTE M. GREEN

(Name of Contact Person)

SPECIALTY RESTAURANTS CORPORATION C/O PKF

(Firm/Company)

550 NORTH BRAND BLVD., STE 950

(Address)

GLENDAL, CA 91203

(City/State and Zip Code)

For further information concerning this matter, please call:

GEORGETTE M. GREEN at ( 818 ) 630-7630

(Name of Contact Person)

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- ☐ \$35 Filing Fee    ☐ \$43.75 Filing Fee & Certificate of Status    ☒ \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed)    ☐ \$52.50 Filing Fee, Certificate of Status & Certified Copy (Additional copy is enclosed)

**MAILING ADDRESS:**

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

**STREET ADDRESS:**

Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

## ARTICLES OF DISSOLUTION

Pursuant to section 607.1403, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST: The name of the corporation as currently filed with the Florida Department of State:  
**94TH AERO SQUADRON OF W. PALM BEACH, INC.**

SECOND: The document number of the corporation (if known): **578804**

THIRD: The date dissolution was authorized: **06/28/2011**

Effective date of dissolution if applicable: **06/30/2011**  
(no more than 90 days after dissolution file date)

FOURTH: Adoption of Dissolution (CHECK ONE)

☒ Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.

☐ Dissolution was approved by the shareholders through voting groups.

*The following statement must be separately provided for each voting group entitled to vote separately on the plan to dissolve:*

The number of votes cast for dissolution was sufficient for approval by

\_\_\_\_\_  
(voting group)

Signature: \_\_\_\_\_

(By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary)

**JOHN D. TALLICHET**

\_\_\_\_\_  
(Typed or printed name of person signing)

**PRESIDENT**

\_\_\_\_\_  
(Title of person signing)

**Filing Fee: \$35**

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**CONSENT TO DISSOLUTION  
OF  
94<sup>TH</sup> AERO SQUADRON OF WEST PALM BEACH, INC.**

WHEREAS, the shareholder(s) of **94<sup>TH</sup> AERO SQUADRON OF WEST PALM BEACH, INC.** (the "Corporation") is **SPECIALTY RESTAURANTS CORPORATION** (the "Sole Shareholder"); and

WHEREAS, by the Sole Shareholder, it was decided that it is in the best interests of the Corporation that it be dissolved in accordance with the laws of the State of Florida; and

WHEREAS, on or about June 28, 2011, all of the Corporation's assets were distributed to all persons entitled and the Corporation is no longer in business; and

WHEREAS, all of the Corporation's known debts and liabilities were actually paid and/or adequately provided for by their assumption by the **PARENT CORPORATION, SPECIALTY RESTAURANTS CORPORATION** located at 8191 E. Kaiser Blvd., Anaheim, CA 92808; and,

WHEREAS, in furtherance thereof, the Corporation, by and through its officers and/or directors, will file with the Florida Department of State the "Articles of Dissolution" along with the "Notice of Corporate Dissolution".

NOW THEREFORE, the undersigned Shareholder, constituting One Hundred Percent (100%) of all the shareholders, hereby consent to and ratify the action taken as set forth in the following resolutions:

RESOLVED, that the Corporation will wind up its affairs, and that the Corporation shall be dissolved, and further

RESOLVED FURTHER, that the officers and directors of the Corporation are hereby authorized to take any and all action necessary to prepare, execute and file with the State of Florida and any governmental taxing authority, any and all necessary or appropriate forms, tax filings, and documents, or in any and all other manner, comply with the dissolution requirements of the State of Florida, and any governmental taxing authority in order to properly complete and finalize the dissolution of the Corporation.

The undersigned, John D. Tallichet certifies that he is the duly appointed President of the Corporation and that all the above is a true and correct copy of a resolution duly adopted by agreement among the Shareholders of the Corporation as of June 28, 2011 and that such resolution is now in full force and effect. The signing of this consent by the President of the Corporation shall constitute full ratification of the action taken as set forth in the forgoing resolutions.

Consent dated: 9/4/, 2011.

SHAREHOLDER:

Specialty Restaurants Corporation

By: 

John D. Tallichet, President