

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

George E. Carver, P.D.S., P.A.

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-10/02/97--01010--025
*****87.50 *****87.50

- ☐ Art of Inc. File
- ☐ LTD Partnership File
- ☐ Foreign Corp. File
- ☐ L.C. File
- ☐ Fictitious Name File
- ☐ Trade/Service Mark
- ☐ Merger File
- ☐ Art. of Amend. File
- ☐ RA Resignation
- ☒ Dissolution / Withdrawal
- ☐ Annual Report / Reinstatement
- ☒ Cert. Copy
- ☐ Photo Copy
- ☐ Certificate of Good Standing
- ☐ Certificate of Status
- ☐ Certificate of Fictitious Name
- ☐ Corp Record Search
- ☐ Officer Search
- ☐ Fictitious Search
- ☐ Fictitious Owner Search
- ☐ Vehicle Search
- ☐ Driving Record
- ☐ UCC 1 or 3 File
- ☐ UCC 11 Search
- ☐ UCC 11 Retrieval
- ☐ Courier

FILED
97 OCT -3 PM 12:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Signature

Requested by: Cher 10-2 945
Name Date Time
Walk-In Will Pick Up

VOID DIS
10/2/97
P.D.S.



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 2, 1997

CAPITAL CONNECTION, INC.,
TALLAHASSEE, FL

SUBJECT: GEORGE E. CARVER DDS, P.A.
Ref. Number: 602126

We have received your document for GEORGE E. CARVER DDS, P.A. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Our records indicate the current name of the entity is as it appears on the enclosed computer printout. Please correct the name throughout the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6880.

Karen Gibson
Corporate Specialist

Letter Number: 997A00048567

Corrected
3767-1010

ARTICLES OF DISSOLUTION

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

FIRST: The name of the corporation is: GEORGE E. CARVER, INC.

SECOND: The date dissolution was authorized: October 1, 1997

THIRD: 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 vote of 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 notes cast for dissolution was sufficient for approval by _____ N/A _____.)"

Signed this 1st day of October, 1997.

Signature: _____

(By the Chairman or Vice Chairman of the Board,
President, or other officer)

GEORGE E. CARVER

(Typed or printed name)

PRESIDENT

(Title)

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97 OCT -3 PM 12:59
SECRETARY OF STATE
TALLAHASSEE FLORIDA

STATE OF FLORIDA
COUNTY OF PASCO

BEFORE ME, the undersigned authority, personally appeared
GEORGE E. CARVER, President, Secretary and Treasurer of the
GEORGE E. CARVER, DDS, P.A., a Florida Professional
Association who is to me well known to be the person described in
and who executed the foregoing Articles of Dissolution on behalf
of the corporation and he did freely and voluntarily acknowledge
before me according to law that he executed the same on behalf of
the corporation for the uses and purposes therein mentioned and
set forth above.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal, at Tampa in said county and state, this 1st day of October, 1997.


Notary Public

My Commission Expires:



CHARLES D SAVAGE
My Commission CC583790
Expires Jun. 19, 2000

STATEMENT OF INTENT TO DISSOLVE
GEORGE E. CARVER, DDS, P.A.
BY ACT OF THE CORPORATION

Pursuant to the provisions of Section 607.1403 of the Florida General Corporation Act, the undersigned corporation submits the following statement of intent to dissolve the corporation by act of the corporation.

1. The name of the corporation is GEORGE E. CARVER, DDS, P.A.
2. The following resolution to dissolve the corporation was adopted by the shareholders of the corporation on October 1, 1997.
3. The number of shares of the corporation outstanding at the time of such adoption was 500; and the number of shares entitled to vote thereon was:

<u>Class</u>	<u>Number of Shares</u>
Common	500

4. The number of shares voted for such resolution was 500; and the number of shares voted against such resolution was 0.
- DATED: October 1, 1997.

GEORGE E. CARVER, DDS, P.A.

By: George E. Carver
GEORGE E. CARVER, President

SPECIAL CORPORATE ACTION
BY STOCKHOLDERS OF
GEORGE E. CARVER, DDS, P.A.

The Stockholders of GEORGE E. CARVER, DDS, P.A. a Florida Professional Association organized and existing under the laws of the State of Florida, do hereby agree, consent to, adopt and order the following Corporation action:

RESOLVED, that the Stockholders of the Corporation hereby unanimously consent and approve the liquidation of the Corporation all in accordance with the terms and provisions of the plan of liquidation adopted by the Board of Directors of the Corporation at a Special Meeting of the Board of Directors of the Corporation duly convened and held on September 15, 1996, a copy of which was presented to this meeting, and which plan of liquidation is in all respects adopted and approved; and

FURTHER RESOLVED, that the executory contract dated September 15, 1996, heretofore entered into by the officers of the Corporation on behalf of the Corporation to sell the assets of the Corporation located at 37221 Meridian Avenue, Dade City, Florida 33525 to Dr. Walding on November 15, 1996 be, and it is hereby approved, and the proper officers of the Corporation are hereby authorized and directed to take such actions as they may deem necessary or desirable to consummate such sale; and

FURTHER RESOLVED, that the proper officers be, and they hereby are, authorized and directed to file a Certificate of Dissolution with the Secretary of State of the State of Florida; and

FURTHER RESOLVED, that the proper officers of the Corporation be, and they hereby are, authorized and directed to do or cause to be done all such acts and things as they may deem necessary and proper in order to effect the liquidation and dissolution of the Corporation in accordance with the plan of liquidation adopted by the Board of Directors of the Corporation.



GEORGE E. CARVER,
Sole Shareholder

FURTHER RESOLVED, that the actions provided for in the foregoing resolutions providing for the complete liquidation and the distribution of its assets be commenced as soon as practicable, and that such assets be distributed and the dissolution be completed as soon as practicable, but in no event later than the termination of a twelve-month period commencing with the date of stockholder approval of this plan of complete liquidation; and

FURTHER RESOLVED, that the proper officers of the Corporation be, and they hereby are, authorized and directed to pay all such fees and taxes and to do or cause to be done such other acts and things as they may deem necessary or proper in order to carry out the liquidation and dissolution of the Corporation and to fully effectuate the purposes of the foregoing resolutions.

FURTHER RESOLVED, that a special meeting of stockholders be called to consider the above resolutions.



GEORGE E. CARVER
Sole Director

STATEMENT OF INTENT TO DISSOLVE
GEORGE E. CARVER, DDS, P.A.
BY WRITTEN CONSENT OF THE SOLE SHAREHOLDER

Pursuant to the provisions of Section 607.1403 of the Florida General Corporation Act, the undersigned Corporation submits the following Statement of Intent to Dissolve the Corporation upon written consent of the shareholder.

1. The name of the Corporation is GEORGE E. CARVER, DDS, P.A.
2. The sole shareholder of the Corporation hereby authorizes the dissolution of the Corporation.



GEORGE E. CARVER,
Sole Shareholder

SPECIAL CORPORATE ACTION
BY DIRECTORS OF
GEORGE E. CARVER, DDS, P.A.

The Directors of GEORGE E. CARVER, DDS, P.A. a Florida Professional Association organized and existing under the laws of the State of Florida, do hereby agree, consent to, adopt and order the following Corporation action:

RESOLVED, that in the judgment of the Board of Directors of the Corporation, it is deemed advisable and for the benefit of the Corporation that it should be liquidated and dissolved; and

FURTHER RESOLVED, that, subject to approval of the stockholders of the Corporation and effective with the date of such approval, a plan of liquidation be, and it hereby is, formulated to effect such liquidation and dissolution in accordance with the following resolutions; and

FURTHER RESOLVED, that the proper officers of the Corporation be, and they hereby are, authorized to sell or otherwise liquidate any and all of the properties of the Corporation which in their judgment should be sold or liquidated to facilitate the liquidation of the Corporation; and

FURTHER RESOLVED, that the actions of the officers of the Corporation in negotiating for the sale of all of the assets located at 37221 Meridian Avenue, Dade City, Florida 33525 to Dr. Walding on November 1, 1996 and their actions entering into a contract for sale and purchase dated September 15, 1996, to effect such sale subject to approval of the Board of Directors and the stockholders of the Corporation, be, and they hereby are, ratified and approved; and

FURTHER RESOLVED, that the proper officers of the Corporation be, and they hereby are, authorized and directed to file form 966 - Corporation Dissolution or Liquidation pursuant to the Internal Revenue Code of 1954, as amended; and

FURTHER RESOLVED, that, after providing for all proper debts of the Corporation, the remaining assets of the Corporation be distributed to the stockholders of the Corporation; and