

631410

**WATSON, FOLDS, STEADHAM, TOVKACH & WALKER**

A PROFESSIONAL ASSOCIATION

ATTORNEYS AT LAW

527 EAST UNIVERSITY AVENUE

POST OFFICE BOX 1070

GAINESVILLE, FLORIDA 32602

WILLIAM B. WATSON, III  
JOHN M. STEADHAM  
ALLISON E. FOLDS  
WALTER M. TOVKACH \*†  
S. SCOTT WALKER

TELEPHONE  
(352) 372-8401

TELECOPIER  
(352) 372-1826

\* ALSO ADMITTED IN  
OHIO & NORTH CAROLINA

† CERTIFIED TAX ATTORNEY  
FLORIDA BAR BOARD OF  
CERTIFICATION

December 10, 1996

100002028461--7  
-12/13/96--01030--011  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

Secretary of State  
Division of Corporations  
Bureau of Corporate Records  
Tallahassee, Florida 32304

Re: Dissolution of JACK DEROVANESIAN, M.D., P.A.

Ladies and Gentlemen:

Enclosed please find the original and one (1) copy of the Articles of Dissolution of JACK DEROVANESIAN, M.D., P.A. and Agreement and Plan of Liquidation between the Shareholders and JACK DEROVANESIAN, M.D., P.A., which acts forth the written consent of the Shareholders. The documents are filed in compliance with Florida Statute Section 607.1402, along with a check for \$87.50 (\$35.00 filing fee and \$52.50 for certified copy).

Please make the effective date December 31, 1996. After the original has been filed, please certify the copy and return it to me.

Sincerely,

WATSON, FOLDS, STEADHAM,  
TOVKACH & WALKER

Walter M. Tovkach

Walter M. Tovkach

FILED  
96 DEC 31 PM 3:49  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

WMT:kak

Enclosures

Deso  
LFT 1-29-97

~~\$1789, 2398, 671~~



**FLORIDA DEPARTMENT OF STATE**  
**Sandra B. Mortham**  
Secretary of State

**FILED**

**96 DEC 31 PM 3:49**

**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

**December 26, 1996**

**Walter M. Tovkach, Esquire**  
**% Watson, Folds, Steadham, Tovkach, et-al**  
**Post Office Box 1070**  
**Gainesville, FL 32602**

**SUBJECT: JACK DEROVANESIAN, M.D., P.A.**  
**Ref. Number: 631410**

**We have received your document for JACK DEROVANESIAN, M.D., 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):**

**The subject corporation was administratively dissolved on December 14, 1982 for failure to file its 1982 annual report.**

**To voluntarily dissolve this corporation, a notarized affidavit must accompany the Articles of Dissolution stating that the corporation has no intention of revoking this voluntary dissolution, and that its name is available for immediate use by any other corporation. Or, a statement to this effect can be contained in the Articles of Dissolution.**

**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 (904) 487-6910.**

**Louise Flemming-Jackson**  
**Corporate Specialist Supervisor**

**Letter Number: 596A00057276**

**WATSON, FOLDS, STEADHAM, TOVKACH & WALKER**

**527 EAST UNIVERSITY AVENUE  
POST OFFICE BOX 1070  
GAINESVILLE, FLORIDA 32602**

**TELEPHONE (352) 372-8401  
FAX: (352) 372-1826**

**TRANSMITTAL**

**FILED  
96 DEC 31 PM 3:49  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**

**TO:**

**Secretary Of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314**

**FROM: WALTER M. TOVKACH, ESQUIRE**

**COMMENTS:**

I am returning herewith the Articles of Dissolution for JACK DEROVANESIAN, M.D., P.A., which were returned by your office under cover of your December 26, 1996 letter, a copy of which is also enclosed. In accordance with your instructions, we have enclosed a notarized Affidavit as to no intention of revoking the voluntary dissolution.

**January 27, 1997**

**AFFIDAVIT AS TO  
NO INTENTION OF REVOKING  
THE VOLUNTARY DISSOLUTION  
OF  
JACK DEROVANESIAN, M.D., P.A.**

STATE OF FLORIDA  
COUNTY OF ALACHUA

JACK DEROVANESIAN, M.D., being duly sworn, deposes and says that he is Secretary of JACK DEROVANESIAN, M.D., P.A., that this affidavit is made in compliance with Section 621.13 of the Professional Services Act and Sections 607.1041, 607.1402 and 607.1403 of the General Corporation Act of the State of Florida; that said corporation has no intention of revoking the voluntary dissolution of Jack Derovanesian, M.D., P.A., which is filed herewith, and that the name is available for immediate use by any other corporation.

  
JACK DEROVANESIAN, M.D.,  
Secretary

The foregoing instrument was acknowledged before me this 27 day of Jan, 1997 by JACK DEROVANESIAN, M.D.

  
Notary Public, State at Large

Print Name:

My Commission Expires:

My Commission Number is:

Personally Known ☒

Type of Identification \_\_\_\_\_

Produced Identification



WALTER M. TOWACH  
MY COMMISSION # CC38000 EXPIRES  
May 8, 1998  
BONDED THROUGH TROY FARM INSURANCE, INC.

**ARTICLES OF DISSOLUTION  
OF  
JACK DEROVANESIAN, M.D., P.A.**

**FILED**  
**96 DEC 31 PM 3:49**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

Pursuant to the provisions of Section 621.13 of the Professional Service Corporation Act and Sections 607.1401, 607.1402 and 607.1403 of the General Corporation Act of the State of Florida, the undersigned of the corporation hereinafter named, adopted the following Articles of Dissolution.

1. The date of issuance of JACK DEROVANESIAN, M.D., P.A. Certificate of Incorporation was July 31, 1979.

2. The names and addresses of its officers are:

NAME

ADDRESS

JACK DEROVANESIAN, M.D.  
President

4183 S.W. Mallard Creek Trail  
Palm City, FL 34990

JACK DEROVANESIAN, M.D.  
Secretary

4183 S.W. Mallard Creek Trail  
Palm City, FL 34990

3. The names and addresses of its directors are:

NAME

ADDRESS

JACK DEROVANESIAN, M.D.  
President

4183 S.W. Mallard Creek Trail  
Palm City, FL 34990

4. All debts, obligations and liabilities of the corporation have been paid or discharged or provided for in the assumption of liabilities agreement entered into by the shareholders.

5. All remaining property and assets have been distributed to the shareholders in accordance with the liquidation and dissolution plan and agreement.

6. A statement of intent to dissolve is hereby attached along with adoption of such resolution by the shareholders of JACK DEROVANESIAN, M.D., P.A.

7. The effective date of dissolution shall be December 31, 1996.

DATED: December 6, 1996.

JACK DEROVANESIAN, M.D., P.A.

By: *Jack Derovanesian*  
JACK DEROVANESIAN, M.D.  
President

By: *Jack Derovanesian*  
JACK DEROVANESIAN, M.D.,  
Secretary

STATE OF FLORIDA  
COUNTY OF Alachua

The foregoing instrument was acknowledged before me this 6<sup>th</sup> day of December, 1996  
by JACK DEROVANESIAN, M.D. as President and Secretary of JACK DEROVANESIAN, M.D., P.A.

*Kimberly Ann King*  
Notary Public, State at Large

Print Name:

My Commission Expires:

My Commission Number is:



Kimberly Ann King  
MY COMMISSION # 00332229 EXPIRES  
February 13, 2000  
BONDED THROUGH TROY FARM INSURANCE, INC.

Personally Known ✓

Produced Identification \_\_\_\_\_

Type of Identification \_\_\_\_\_

**AGREEMENT AND PLAN OF LIQUIDATION BETWEEN  
THE SHAREHOLDERS AND  
JACK DEROVANESIAN, M.D., P.A.**

AGREEMENT AND PLAN OF LIQUIDATION made this 16<sup>th</sup> day of December, 1996, between the Shareholders and JACK DEROVANESIAN, M.D., P.A., a Florida Professional Association (hereinafter called the "Corporation").

WHEREAS, one hundred (100%) percent of the Shareholders owning all of the issued and outstanding capital common stock of the Corporation wish to approve, authorize and consent to the voluntary dissolution of the Corporation in accordance with the Professional Service Corporation Act and the General Corporation Act of the State of Florida and Section 336 of the Internal Revenue Code;

NOW, THEREFORE, the parties hereto hereby agree as follows:

1. The Shareholders approve, authorize and consent to the voluntary dissolution of the Corporation, such dissolution to be effective December 31, 1996, and in accordance with the plan of liquidation set forth in this Agreement.
2. The Shareholders hereby authorize the officers of the Corporation to sell or otherwise liquidate any or all of the tangible assets of the Corporation, which in their judgment should be sold or liquidated to facilitate the liquidation of the Corporation.
3. The Shareholders hereby authorize the officers of the Corporation to file a Certificate of Dissolution signed by the Stockholders of the Corporation with the Secretary of the State of the State of Florida and all proper federal forms with the Internal Revenue Service.
4. The Shareholders hereby resolve that after providing for all the proper debts of the Corporation, the remaining assets of the Corporation, including cash, if any, be distributed to the stockholders of the Corporation.
5. The Shareholders hereby authorize the officers to commence such liquidation to be effective December 31, 1996.

6. The Shareholders hereby authorize the proper officers to pay all such fees and taxes and to do or cause to be done such further acts and things as they may deem necessary or proper in order to carry out the liquidation and dissolution of the Corporation and fully to effectuate the purposes of the foregoing resolutions.

IN WITNESS WHEREOF, the parties hereby have caused this Agreement and Plan of Liquidation to be executed by their respective duly authorized officers as of the day and year first above written.

ATTEST:

By:   
JACK DEROVANESIAN, M.D.  
Secretary

JACK DEROVANESIAN, M.D., P.A.

By:   
JACK DEROVANESIAN, M.D.,  
President

  
JACK DEROVANESIAN, M.D.,  
Shareholder