

696722

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MICHAEL J. CANAN

December 30, 1998

Division of Corporations
George Firestone Building
Gaines Street
Tallahassee, FL 32301

Via Hand Delivery

To Whom It May Concern:

Please find for filing ARTICLES OF DISSOLUTION and a check in the amount of \$87.50, for filing fees and to obtain a CERTIFIED COPY OF THE ARTICLES OF DISSOLUTION for the following entity:

ANDBERG COMPUTER SCIENCES, INC.
Document Number: 696722

500002726255--4
-12/30/98-01051--003
*****8.75 *****8.75

Please call Beth Herzog at 222-7717 when the documents are ready.

Very truly yours,

Kelly B. Plante
Kelly B. Plante

*Certificate of Status
Showing Dissolution*

FILED
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
98 DEC 30 PM 3:31

RECEIVED
KBP/srd
Enclosure
GHR/CORP/GHR.38
AM 11:29

Beta
gave OK
to correct
name - 28
12/30/98

MELBOURNE
(407) 727-8100

ORLANDO
(407) 843-8880

TALLAHASSEE
(850) 222-7717

DISS
12/31/98

ARTICLES OF DISSOLUTION
OF
ANDBERG COMPUTER SCIENCE, INC.
A Florida Corporation

98 DEC 30 PM 3:31

ARTICLE I. NAME

The name of this Corporation is ~~ANBERG~~ COMPUTER SCIENCE, INC.
~~ANBERG~~

ARTICLE II. DATE DISSOLUTION WAS AUTHORIZED

The dissolution of this Corporation was authorized on December 2, 1998.

ARTICLE III. SHAREHOLDER APPROVAL

Dissolution was approved by all of the Shareholders of this Corporation and therefore the number cast for approval was unanimous and therefore sufficient within the meaning of Section 607.1403(1)(c), Florida Statutes.

ARTICLE IV. JOINT WRITTEN ACTION

A copy of the joint written action of the Board of Directors and Shareholders of this Corporation approving the Plan of Complete Liquidation and Dissolution of this Corporation executed by the Directors and Shareholders is attached hereto.

ANDBERG COMPUTER SCIENCE, INC.

By: 

Paul E. Andberg, President

JOINT WRITTEN ACTION
OF THE SHAREHOLDERS
AND BOARD OF DIRECTORS OF
ANDBERG COMPUTER SCIENCE, INC.

The undersigned, being all of the members of the Board of Directors, and representing all of the outstanding stock of ANDBERG COMPUTER SCIENCE, INC., a Florida corporation (hereinafter referred to as the "Corporation"), hereby take the following written action in lieu of holding a meeting regarding same, all pursuant to the terms of Sections 607.0821 and 607.0704, Florida Statutes:

WHEREAS, the directors of the Corporation have recommended dissolution to the shareholders of the Corporation;

WHEREAS, the shareholders of the Corporation have determined that it is in the best interest of the Corporation that the Corporation be dissolved and liquidated.

RESOLVED, that the Corporation be completely liquidated in accordance with the provisions of Sections 331 and 336 of the Internal Revenue Code of 1986, as amended; and be it

FURTHER RESOLVED, that the Corporation be completely dissolved in accordance with the provisions of Sections 607.1402 and 607.1403, Florida Statutes.

FURTHER RESOLVED, that the directors and president of the Corporation are hereby authorized and directed to see that the following steps are undertaken in accordance with the following Plan of Complete Liquidation and Dissolution:

PLAN OF COMPLETE LIQUIDATION AND DISSOLUTION

1. Andberg Computer Sciences, Inc., a Florida corporation (hereinafter referred to as the "Corporation"), has issued and outstanding One Hundred (100) shares of common stock having a par value of \$5.00 per share. The Corporation will cease to carry on its business, except insofar as may be necessary to wind up its affairs within the meaning of Section 607.1405, Florida Statutes, and will liquidate and distribute all of its assets in complete liquidation, within the meaning of Sections 331 and 336 of the Internal Revenue Code of 1986, as amended, less any assets retained to meet claims, beginning on December 31, 1998, the effective date of the complete liquidation and dissolution of the Corporation.

2. The directors and president of the Corporation are authorized to proceed as far as possible to collect all sums due the Corporation and to settle any claims against the Corporation and pay all liabilities.

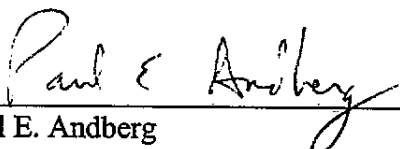
3. The directors and president of the Corporation are authorized to distribute all the assets of the Corporation in cash or in kind in one distribution or a series of distributions in complete liquidation in full payment in exchange for the stock of the shareholders, retaining such assets as are necessary to meet claims or liabilities of the Corporation.

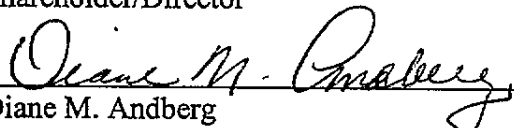
4. Within thirty (30) days after this Plan of Complete Liquidation and Dissolution is adopted, counsel for the Corporation shall file Form 966 with the District Director of Internal Revenue, Atlanta, Georgia, together with a certified copy of this resolution.

5. The directors and president of the Corporation are authorized to file all other forms and documents required by the State of Florida and the Federal Government, including tax returns, as soon as possible after distribution of the assets of the Corporation.

6. The directors and president of the Corporation are authorized, empowered and directed to do any and all other things in its name and behalf which they may deem necessary or advisable in order to carry out the purposes and intentions of this Plan of Complete Liquidation and Dissolution. The directors, officers and agents of the Corporation shall be held harmless by the Corporation for any action under this Plan of Complete Liquidation and Dissolution taken in good faith, and any expense or liability so incurred by them in connection therewith shall be that of the Corporation.

The undersigned hereby approve and adopt the foregoing written action this 2 day of December, 1998.


Paul E. Andberg
Shareholder/Director


Diane M. Andberg
Shareholder/Director

STATE OF GEORGIA
COUNTY OF Gwinnett

The foregoing instrument was acknowledged before me this 21 day of December, 1998, by Paul E. Andberg, as President of Andberg Computer Science, Inc., a Florida corporation.

AFFIX NOTARY STAMP

Nancy Byers
Signature of Notary Public

Nancy Byers
(Print Notary Name)

My Commission Expires: 4/21/02

Commission No.: _____

☒ Personally known, or

☐ Produced Identification

Type of Identification Produced

Notary Public, Gwinnett County, Georgia
My Commission Expires April 21, 2002