

708377

Clyde Galloway

Requestor's Name

350 E. Park Ave

Address

Tallahassee, FL 224-3555

City/State/Zip

Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Anesthesiologists Professional Assurance Assoc., Inc.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

☐ Walk in

☐ Pick up time _____

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN 30 PM 4:05

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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APPROVED

INSURANCE COMMISSIONER
AND TREASURER

JUN 30 1998

By [Signature]
Legal Division

ARTICLES OF DISSOLUTION

Pursuant to Section 617.1403, Florida Statutes, this Florida not-for-profit corporation submits the following:

FIRST: The name of the corporation is: Anesthesiologists Professional Assurance Association, Inc.

SECOND: Adoption of dissolution:
(Complete Section I or II)

SECTION I.

If the corporation has members entitled to vote:

The date of the meeting of members at which the resolution to dissolve was adopted was: May 23, 1998

(Check One)

- ☒ The number of votes cast for dissolution was sufficient for approval
- ☐ The resolution was adopted by written consent and executed in accordance with 617.0701, Florida Statutes

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
98 JUN 30 PM 4:05

SECTION II.

If the corporation has no members or members with voting rights:

The corporation has no members or members with voting rights.

The date of adoption of the resolution by the board of directors was: _____

The number of directors in office was _____ and the vote for the resolution was _____ for -and- _____ against.

Signed this 29th day of June, 1998.

Signature:

[Signature]
Elizabeth Moya
Vice President

APPROVED

INSURANCE COMMISSIONER
AND TREASURER

JUN 30 1998

ANESTHESIOLOGISTS PROFESSIONAL ASSURANCE ASSOCIATION, INC.
(a Florida not-for-profit corporation)

By [Signature]
Legal Division

PLAN OF DISTRIBUTION OF ASSETS
(pursuant to F.S. §617.1406)

FILED
SECRETARY OF CORPORATIONS
JUN 30 1998
4:05 PM

The undersigned, Frank Moya, M.D., as President of Anesthesiologists Professional Assurance Association, Inc., a Florida not-for-profit corporation (the "Corporation"), hereby certifies as follows:

1. The following is a true and correct summary of the Plan of Distribution of Assets adopted by the Corporation pursuant to Florida Statutes § 617.1406 in connection with the dissolution of the Corporation:

(a) All liabilities and obligations of the Corporation shall be paid and discharged or adequate provision made for the payment or discharge thereof.

(b) Any assets held by the Corporation upon condition requiring return, transfer or conveyance which condition occurs by reason of the dissolution of the Corporation shall be returned, transferred or conveyed in accordance with such requirements.

(c) It is noted that none of the assets held or received by the Corporation are subject to any limitations restricting their use to charitable, religious, eleemosynary, benevolent, educational or similar purposes.

(d) All of the remaining assets of the Corporation, in light of its dissolution, shall be distributed in accordance with the provisions of the Articles of Incorporation or By-Laws of the Corporation. The By-Laws of the Corporation provide for the distribution of assets in accordance with a plan to be adopted by the directors. On May 23, 1998, at a meeting duly called and held, the directors of the Corporation adopted a Plan of Distribution of Assets of the Corporation in accordance with the applicable provisions of the By-Laws. The plan provides in relevant part that after meeting the Corporation's debts and obligations, and subject to tax considerations, the remaining assets of the Corporation shall be distributed for the benefit of the eligible members of the Corporation through the medium of a liquidation trust.

(e) All of the assets of the Corporation having been disposed of pursuant to (d) above, there shall be no other remaining assets to be distributed.

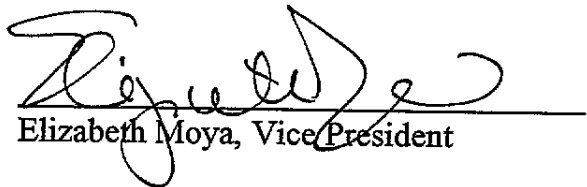
2. At a meeting of the board of directors of the Corporation which was duly called and held on May 23, 1998, the directors of the Corporation unanimously recommended the adoption of the foregoing plan of distribution of assets and directed that it be submitted to a vote of the voting members of the Corporation.

3. The foregoing plan of distribution of assets of the Corporation was unanimously adopted at a meeting of the voting members of the Corporation duly called and held on May 23, 1998.

IN WITNESS WHEREOF, the undersigned has executed this Plan of Distribution as of the 29th day of June, 1998.

ANESTHESIOLOGISTS PROFESSIONAL
ASSURANCE ASSOCIATION, INC.

By:


Elizabeth Moya, Vice President

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