

715127

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

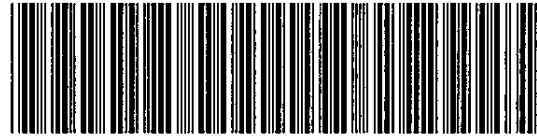
(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

file and iss notes SP.

Office Use Only



700130255837

05/27/08--01045--001 \*\*52.50

FILED

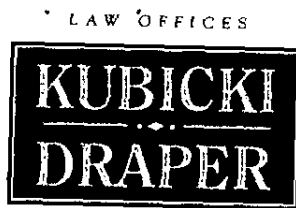
08 MAY 27 PM 2:10

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Voldiss  
+ CJS  
200  
6-2-08

VIA FEDERAL EXPRESS

May 21, 2008



Professional Association  
Founded 1963

Laure J. Adam  
Fraz Ahmed  
Caryn L. Bellus  
Lourdes Bernal  
G. William Bissett  
Marlo A. Bodae  
Rebecca L. Brock  
Melonie Bueno  
Joseph W. Carey  
Michael J. Carney  
Michael C. Clark  
Steven W. Cornman, Jr.  
Earleen H. Cote  
Jonathan Cox  
Francesca Ippolito-Graven  
Cassidy Dang  
Sharon C. Degnan  
Rolando A. Diaz  
Jarred S. Dichek  
Daniel Draper, Jr.  
Robert V. Fitzsimmons  
Angela C. Flowers  
Betsy E. Gallagher  
Heath E. Gelman  
James G. Graver  
George W. Hatch, III  
Harris B. Katz  
Maria Kayman  
Meg G. Kerr  
David Knight  
Bryan M. Krasinski  
Michelle Krone  
Gene Kubicki  
Jessica L. Lamfero  
Jared A. Levy  
Julie A. Lewis  
Brad J. McCormick  
Amy L. Miles  
Peter H. Murphy  
Sia Nejad  
Kevin L. Noell  
Kenneth M. Oliver  
Yvette M. Pace  
Jorge A. Peña  
Stuart C. Poage  
Peter J. Porcari  
Matthew N. Posgay  
Gregory J. Prusak  
Adilia C. Quintana  
Jane C. Rankin  
J. Rodney Runyon  
Douglas C. Saltarelli  
Jorge Santerro, Jr.  
Harold A. Saul  
Carol A. Seay  
Monica C. Segura  
Jennifer A. Sullivan  
William I. Vericket  
Jerome W. Vogel, Jr.  
Michael S. Walsh  
Charles H. Watkins  
Sean-Kelly Xenakis

Department of State  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

Re: International Alliance of Theatrical Stage Employees and Moving Picture Machine  
Operators Holding Company, Inc., a Florida not for profit corporation ("Petitioner"),  
Dissolution and Distribution of Assets.  
Our File No. 410-1118

To Whom it May Concern:

Enclosed please find:

1. One original and one copy of the Articles of Dissolution for the Corporation;
2. Two copies of the Plan of Liquidation for the Corporation;
3. One original and one copy of the Certification for the Plan of Liquidation;
4. Our trust account payable to the Florida Secretary of State in the amount of \$52.50.

The Plan of Distribution for the Corporation and Certification of the Plan of Liquidation,  
2 & 3 above respectively, are included in compliance with Chapter 617.1406, Florida Statutes.

Kindly record the Articles of Dissolution and image the Articles of Dissolution, the Plan of  
Dissolution and the Certification of the Plan of Distribution. Thereafter, provide a certified copy  
of the Articles of Dissolution, Plan of Liquidation and Certification of the plan of Liquidation and  
a Certificate of Status.

Should you have any question with regard to this correspondence please do not hesitate to  
call.

Very truly yours

Jerome W. Vogel, Jr., Esq.

For the firm:

enclosures

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** INTERNATIONAL ALLIANCE OF THEATRICAL STAGE EMPLOYEES AND MOVING PICTURE MACHINE OPERATORS HOLDING COMPANY, INC

**DOCUMENT NUMBER:** 715127

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

Please return all correspondence concerning this matter to the following:

Jerome W. Vogel, Jr., Esq.

(Name of Contact Person)

KUBICKI DRAPER

(Firm/Company)

One East Broward Blvd., Suite 1600

(Address)

Fort Lauderdale, Florida 33301

(City/State and Zip Code)

For further information concerning this matter, please call:

Jerome W. Vogel, Jr., Esq. at ( 954 ) 768-0011

(Name of Contact Person)

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- |  |  |   |  |
|--|--|---|--|
| <input type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &<br>Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &<br>Certified Copy<br>(Additional copy is<br>enclosed) | <input checked="" type="checkbox"/> \$52.50 Filing Fee,<br>Certificate of Status &<br>Certified Copy<br>(Additional copy is<br>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 617.1403, Florida Statutes, this Florida not for profit corporation submits the following Articles of Dissolution:

FIRST: The name of the corporation as currently filed with the Florida Department of State:

INTERNATIONAL ALLIANCE OF THEATRICAL STAGE EMPLOYEES AND MOVING PICTURE MACHINE OPERATORS HOLDING COMPANY, INC.

SECOND: The document number of the corporation (if known): 715127

THIRD: Adoption of Dissolution  
**(COMPLETE SECTION I OR II)**

### SECTION I

**If the corporation has members entitled to vote:**

(CHECK/COMPLETE ONE)

☐ The date of the meeting of members at which the resolution to dissolve was adopted

\_\_\_\_\_. The number of votes cast by the members was sufficient for approval.

☒ The resolution was adopted by written consent of the members and executed in accordance with section 617.0701, Florida Statutes.

### SECTION II

**If the corporation has no members or members entitled to vote on the dissolution:**

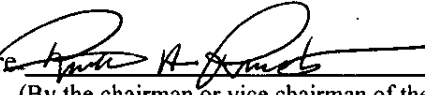
The corporation has no members or members entitled to vote on the dissolution.

The date of adoption of the resolution by the board of directors was \_\_\_\_\_.

The number of directors in office was \_\_\_\_\_ and the vote for resolution was \_\_\_\_\_ for and \_\_\_\_\_ against. (must be a majority vote)

FILED  
08 MAY 27 PM 2:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FOURTH: Effective date of dissolution if applicable: \_\_\_\_\_  
(no more than 90 days after dissolution file date)

Signature  \_\_\_\_\_  
(By the chairman or vice chairman of the board, president or other officer- if directors have not been selected, by an incorporator- if in the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary.)

Richard Roberts

(Typed or printed name of the person signing)

Vice President

(Title of person signing)

**FILING FEE: \$35**

**PLAN OF LIQUIDATION AND DISTRIBUTION OF ASSETS  
OF  
INTERNATIONAL ALLIANCE OF THEATRICAL STAGE  
EMPLOYEES AND MOVING PICTURE MACHINE OPERATORS HOLDING  
COMPANY, INC., A Florida not for profit corporation**

**AUTHORIZATION FOR DISSOLUTION**

1. On the 17<sup>th</sup> day of April, 2007, the Board of Directors of Corporation adopted a resolution that the Corporation be dissolved. The recommendation of dissolution was approved by a majority of the Members of the Corporation. The Members adopted the resolution by completing and executing the Members' Written Consent to Dissolution of International Alliance of Theatrical Stage Employees and Moving Picture Machine Operators Holding Company, Inc., a Florida not for profit corporation.

**APPROVAL AND ADOPTION OF PLAN**

2. The Board of Directors of the Corporation has determined that it is in the best interests of the Corporation and of its members that the liquidation of the Corporation and the distribution of its assets be made pursuant to a formal written plan of liquidation and distribution, under which International Alliance of Theatrical Stage Employees and Moving Picture Machine Operators Holding Company, Inc., a Florida not for profit corporation, shall be completely liquidated and dissolved, all of its known debts and liabilities shall be paid or otherwise provided for, and all of its remaining property and assets shall be distributed to its members, according to the respective interests and complete redemption and cancellation of all the Corporation's shares. This plan shall become effective on the date on which it is proved and adopted by a vote or written consent of the Board of Directors. The date of Board approval and adoption of the plan is hereinafter called the "Effective Date".

**CESSATION OF BUSINESS**

3. After the Effective Date, the Corporation shall cease to carry on business, except to the extent necessary to properly wind up its affairs and to preserve the value of its business and assets pending liquidation and distribution.

**SALE OF ASSETS**

4. After the Effective Date, the Board of Directors and the Officers of the Corporation shall sell all of the assets of the Corporation. Any sales shall be made on the terms and conditions and for the consideration that the Board deems reasonable and in the best interests of the Corporation and all of its members. The Board of Directors and the Officers of the Corporation may execute any instruments that are necessary to transfer title to the property and assets.

**PAYMENT OF DEBTS AND LIABILITIES**

5. Prior to making any distribution of Corporate assets to the members, the Board of Directors and the Officers shall pay all of the known or ascertainable debts and liabilities of the Corporation.

#### **DISTRIBUTION OF ASSETS**

6. After payment of, or provision for all of the known debts and liabilities of the Corporation, the Board of Directors and the Officers of the Corporation shall distribute the remaining corporate assets to the members of record in the following manner:

- (1) With respect to any cash, by distributing to each Member, that Member's pro-rata proportion of the total amount of cash; and
- (2) With respect to assets other than cash, by distributing to each Member that Member's pro-rata proportion of the total amount of the assets equal to a percentage of divided by the total membership.

This distribution shall be made to the Members on the following conditions:

- (1) That the distribution shall be in complete satisfaction of the rights of each member as a member of the Corporation.

#### **POWERS OF DIRECTORS AND OFFICERS**

7. The Board of Directors and the Officers of the Corporation shall carry out the provisions of this plan and shall take all actions that are necessary or advisable to effect complete liquidation of the Corporation and its dissolution, including the execution of such instruments as maybe required to vest title to the assets in the Members in the execution of all documents required by law to be filed to effect the dissolution of the Corporation.

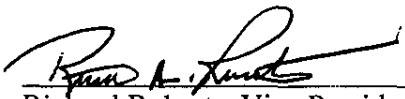
**INTERNATIONAL ALLIANCE OF THEATRICAL STAGE EMPLOYEES AND  
MOVING PICTURE MACHINE OPERATORS HOLDING COMPANY, INC., a  
Florida not for profit corporation**

I, Richard Roberts, Vice President of the INTERNATIONAL ALLIANCE OF THEATRICAL STAGE EMPLOYEES AND MOVING PICTURE MACHINE OPERATORS HOLDING COMPANY, INC., a Florida not for profit corporation, (the "Corporation") certify that the attached is a true and correct copy of the fully executed Plan of Liquidation and Distribution of Assets (the "Plan"); and

The Corporation and Plan are in compliance with the requirements of Florida Statute 617.1406(1); and

This Certification is being filed with the Florida Department of State in compliance with Florida State 617.1406(4).

INTERNATIONAL ALLIANCE OF THEATRICAL  
STAGE EMPLOYEES AND MOVING PICTURE  
MACHINE OPERATORS HOLDING COMPANY, INC.,  
a Florida not for profit corporation

  
Richard Roberts, Vice President