

A03000000157

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

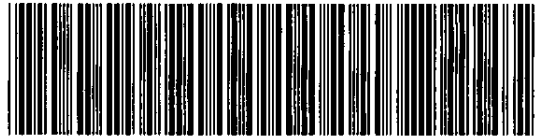
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Certified Copies _____

Certificates of Status _____

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2010 APR 23 PM 2:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

C. LEWIS

APR 26 2010

EXAMINER

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: TST Largo ASC, Ltd.

(Name of Florida Limited Partnership or Limited Liability Limited Partnership)

The enclosed Certificate of Dissolution and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to:

Michael J. Brandt

(Contact Person)

Wallace, Jordan, Ratliff & Brandt, L.L.C.

(Firm/Company)

800 Shades Creek Parkway, Suite 400

(Address)

Birmingham, Alabama 35209

(City, State and Zip Code)

For further information concerning this matter, please call:

Michael J. Brandt

(Name of Contact Person)

at (205) 874-0308

(Area Code and Daytime Telephone Number)

Enclosed is a check for the following amount:

☐ \$52.50 Filing Fee

☐ \$61.25 Filing Fee
and Certificate of
Status

☒ \$105.00 Filing Fee
and Certified Copy

☐ \$113.75 Filing Fee,
Certified Copy, and
Certificate of Status

STREET ADDRESS:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

Registration Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

**CERTIFICATE OF DISSOLUTION
FOR**

FILED

2010 APR 23 PM 2:41

**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

TST Largo ASC, Ltd.

(Name of Florida Limited Partnership or Limited Liability Limited Partnership)

Pursuant to the provisions of section 620.1203, Florida Statutes, this Florida limited partnership or limited liability limited partnership, whose certificate was filed with the Florida Department of State on 01/31/2003, assigned Florida document number A03000000157, hereby submits this Certificate of Dissolution.

FIRST: Reason for dissolution: (State why partnership is submitting dissolution)

Written consent of the partners

SECOND: ☒ A Notice of Dissolution is attached.
(Check box if attached.)

THIRD: Effective date, if other than the date of filing: _____

(Effective date cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State.)

Signatures of each general partner or the person appointed pursuant to s. 620.1803(3) or (4), F.S.:

TST Largo ASC Management, LLC

Its General Partner

By:

Rance M. Sanders, Manager

Filing Fee: \$52.50
Certified Copy (optional): \$52.50
Certificate of Status (optional): \$8.75

**NOTICE OF DISSOLUTION
FOR
FLORIDA LIMITED PARTNERSHIP
OR LIMITED LIABILITY LIMITED PARTNERSHIP**

FILED
2010 APR 23 PM 12:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

This notice is submitted by the dissolved limited partnership or limited liability limited partnership named below or the successor entity for resolution of payment of unknown claims against this limited partnership or limited liability limited partnership as provided in s. 620.1807, F.S.

This "*Notice of Dissolution*" is optional and is not required when filing a Certificate of Dissolution.

Name of Dissolved Limited Partnership or Limited Liability Limited Partnership:

TST Largo ASC, Ltd.

Description of information that must be included in a claim:

All claims must include the following: (a) identity of the claimant; (b) amount alleged to be owed; (c) a summary of the services or goods provided which generated the claim; (d) any documentation to corroborate the claim; and (e) a mailing address and contact person for future communication.

Mailing address where claims can be sent: (Claims cannot be sent to the Florida Department of State.)

c/o The Sanders Trust, LLC

1000 Urban Center, Suite 675

Birmingham, Alabama 35242


A claim against the above named limited partnership or limited liability limited partnership will be barred unless a proceeding to enforce the claim is commenced within 4 years after the filing of the notice.

Signature of a general partner or a principal of the successor entity:

TST Largo ASC Management, LLC, Its General Partner

Rance M. Sanders, Manager

Printed Name


Signature

Fee: No charge if included with Certificate of Dissolution. If filed separately, \$52.50.

**GENERAL PARTNERS' CERTIFICATION OF PARTNERSHIP
RESOLUTIONS FOR TST LARGO ASC, LTD.**

The undersigned, as General Partner of **TST Largo ASC, Ltd.**, a limited partnership organized under the laws of the State of Florida (the "Partnership"), hereby certifies that the General Partner and Limited Partner(s) (the "Partners") approved the following resolutions.

BE IT RESOLVED, by the Partners that it would be in the best interest of the Partnership and its Partners for the Partnership to be dissolved and that action be taken to dissolve the Partnership.

BE IT FURTHER RESOLVED, by the Partners that Rance M. Sanders be, and he hereby is, authorized and directed to take all actions necessary to wind up the affairs of the Partnership, including the lease, sale, conveyance, or assignment of any or all of the Partnership's assets, to the extent such assets exist, and to execute any documents or instruments necessary and incident thereto.

BE IT FURTHER RESOLVED, by the Partners that Rance M. Sanders be, and he hereby is, authorized and directed to apply the assets of the Partnership, in cash or in kind, for the payment of all of its known debts. To the extent the Partnership retains any assets following payment of creditors, should any exist, Rance M. Sanders is authorized and directed to distribute the remainder of the Partnership's assets to the Partners, in cash or in kind, according to their respective rights and interests.

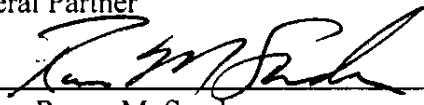
BE IT FURTHER RESOLVED, by the Partners that Rance M. Sanders be, and he hereby is, authorized and directed to execute all documents, instruments, reports, tax returns, certificates and affidavits required by any federal, state, or local government in connection with or by reason of the liquidation and dissolution of the Partnership.

BE IT FURTHER RESOLVED, by the Partners that on completion of all liquidation procedures, Rance M. Sanders be, and he hereby is, authorized and directed to file all documents required by law to complete the winding up of the affairs and the dissolution of the Partnership, to be effective upon the filing of the Articles of Dissolution.

EXECUTED on this ____ day of February, 2010.

TST Largo ASC, Ltd.

By: **TST Largo ASC Management, LLC**, its
General Partner

By: 
Rance M. Sanders
Its Manager

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA