

G000263

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SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
07 NOV 20 PM 3:09

Rev. of Dissolution  
CMB  
@ 11/28/07

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**NAME OF CORPORATION:** FLORIDA CENTRAL MANAGEMENT, INC.

**DOCUMENT NUMBER:** G 00263

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

Please return all correspondence concerning this matter to the following:

Claire K. Luten, Esq.

(Name of Contact Person)

Thomas W. Ruggles, P.A.

( Firm/Company)

603 Indian Rocks Road

(Address)

Belleair, Florida 33756

(City/State and Zip Code)

For further information concerning this matter, please call:

Claire K. Luten, Esq.

(Name of Contact Person)

at ( 727 ) 449-2500

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

☐ \$35 Filing Fee

☒ \$43.75 Filing Fee &  
Certificate of Status

☐ \$43.75 Filing Fee &  
Certified Copy  
(Additional copy is  
enclosed)

☐ \$52.50 Filing Fee,  
Certificate of Status &  
Certified Copy  
(Additional copy is 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 REVOCATION OF DISSOLUTION

Pursuant to section 607.1404, Florida Statutes, this Florida profit corporation revokes its Articles of Dissolution prior to the expiration of 120 days following the effective date (or file date, if no effective date) of the Articles of Dissolution:

FIRST: The name of the corporation is FLORIDA CENTRAL MANAGEMENT, INC.

SECOND: The document number of the corporation (if known) is G 00263

THIRD: The effective date (or file date, if no effective date) of the Articles of Dissolution filed with the Florida Department of State is August 20, 2007

FOURTH: The Revocation of Dissolution was authorized on October 3, 2007

FIFTH: Adoption of Revocation of Dissolution (check one)

- ☒ The board of directors revoked the dissolution.
- ☐ The incorporators revoked the dissolution.
- ☐ The board of directors revoked the dissolution authorized by the shareholders and revocation was permitted by action by the board of directors alone pursuant to that authorization.
- ☐ The shareholders revoked the dissolution and the number of votes cast was sufficient for approval.
- ☐ The shareholders revoked the dissolution by voting groups - the number of votes cast by \_\_\_\_\_ was sufficient for approval.  
(voting group)

SIXTH: A copy of the Articles of Dissolution is attached.

Signature



(By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary)

Rodney Oilschlager

(Typed or printed name of person signing)

President

(Title of person signing)

**FILING FEE \$35**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
NOV 20 PM 3:09

*Unanimous Resolution of the Stockholders  
and Directors of Florida Central Management, Inc.  
To Revoke the Articles of Dissolution of Corporation*

**UNANIMOUS RESOLUTION OF THE STOCKHOLDER AND DIRECTOR OF  
FLORIDA CENTRAL MANAGEMENT, INC.  
TO REVOKE THE ARTICLES OF DISSOLUTION OF CORPORATION**

The undersigned, being all of the Stockholders and Directors of **FLORIDA CENTRAL MANAGEMENT, INC.**, a Florida corporation, ("Corporation") at a meeting duly held pursuant to notice unanimously adopted the following resolutions:

**RESOLVED**, that as Articles of Dissolution dissolving the Corporation were filed with the Florida Department of State on August 20, 2007, and it is

**FURTHER RESOLVED**, that it is in the best interests of the Stockholders and Directors of the Corporation that the said Articles of Dissolution should be revoked, and it is

**FURTHER RESOLVED**, that pursuant to section 607.1404, Florida Statutes, the Stockholders and Directors of the Corporation have been and are authorized and directed to revoke the Articles of Dissolution, and it is

**FURTHER RESOLVED**, that the undersigned, being all of the Stockholders and Directors of the Corporation do hereby unanimously consent to the revocation of the Articles of Dissolution.

**FURTHER RESOLVED**, that all actions taken on behalf of this Corporation by the officers, directors and stockholders in connection with the foregoing determination to revoke the Articles of Dissolution of the Corporation, and the distribution of its assets, be and the same are hereby ratified and confirmed in all respects.

**DATED** as of this 3<sup>rd</sup> day of October 2007.

Unanimous Resolution of the Stockholders  
and Directors of Florida Central Management, Inc.  
To Revoke the Articles of Dissolution of Corporation

FLORIDA CENTRAL MANAGEMENT,  
INC., a Florida corporation

By: Rodney P. Oilschlager  
Rodney Oilschlager, as President

THE JOHN J. MARK DECLARATION  
OF TRUST DATED OCTOBER 10, 2003,  
as the sole shareholder of Florida Central  
Management, Inc.

By: Catherine Mark  
CATHERINE MARK as a Trustee

By: Rodney P. Oilschlager  
Rodney Oilschlager, as a Trustee

ARTICLES OF DISSOLUTION  
OF  
FLORIDA CENTRAL MANAGEMENT, INC.

**FILED**  
07 AUG 20 AM 9:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Chapter 607.1403 Florida Statutes, the undersigned Corporation adopts for filing pursuant to law the following Articles of Dissolution for the purpose of dissolving the Corporation:

1. **Name.** The name of the Corporation is **FLORIDA CENTRAL MANAGEMENT, INC.**

2. **Date Incorporated.** The Corporation was incorporated on the 16th day of September, 1982, Florida Secretary of State Document #G00263.

3. **Date Dissolution Authorized.** The Corporation was duly authorized for dissolution on the 30<sup>th</sup> day of July, 2007, to be dissolved as of the 1<sup>st</sup> day of September, 2007.

4. **Dissolution with Unanimous Approval of Shareholders.** A copy of the resolution to dissolve is attached. That resolution was adopted by the unanimous vote and consent of the shareholders of the Corporation on the 31<sup>st</sup> day of July, 2007.

5. **Last Officers.** The names and respective addresses of its last officers are:

**NAME**

**ADDRESS**

Rodney Oilschlager

2900 Universal St., Suite B  
Oshkosh, WI 54904

Thomas W. Ruggles

603 Indian Rocks Rd.  
Belleair, FL 33756

6. **Last Director.** The name and address of its last director is:

**NAME**

**ADDRESS**

John J. Mark

2990 Universal St., Suite B  
Oshkosh, WI 54904

Articles of Dissolution of  
Florida Central Management, Inc.

7. **Debts.** All debts, obligations and liabilities of the Corporation have been paid in full.
8. **Assets.** All the remaining property and assets of the Corporation have been distributed among its shareholders in accordance with their respective rights and interest.
9. **No Actions Pending.** There are no actions pending against the Corporation in any court.

DATED effective the 31<sup>st</sup> day of July, 2007 at Belleair, Florida.

FLORIDA CENTRAL  
MANAGEMENT, INC.

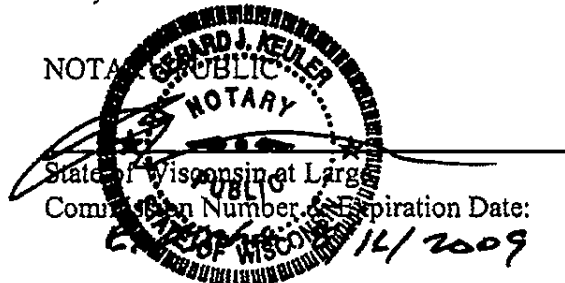
Attest:

By: Rodney P. Oilschlager  
Rodney Oilschlager its President

By: Thomas W. Ruggles  
Thomas W. Ruggles, Vice President

STATE OF WISCONSIN       }  
COUNTY OF WINNEBAGO   }

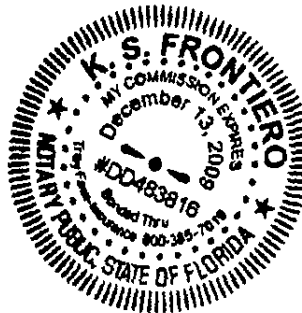
The foregoing document was acknowledged before me on the 31<sup>st</sup> day of July, 2007 by  
RODNEY OILSCHLAGER, President of FLORIDA CENTRAL MANAGEMENT, INC. who:  
☒ is personally known to me, or ☐ is not personally known to me, who produced \_\_\_\_\_  
\_\_\_\_\_ as identification.



Articles of Dissolution of  
Florida Central Management, Inc.

STATE OF FLORIDA     }  
COUNTY OF PINELLAS }

The foregoing document was acknowledged before me on the 31<sup>st</sup> day of July, 2007 by  
**THOMAS W. RUGGLES**, Vice President of **FLORIDA CENTRAL MANAGEMENT, INC.**,  
who: ☒ is personally known to me, or ☐ is not personally known to me, who produced \_\_\_\_\_  
\_\_\_\_\_ as identification.



NOTARY PUBLIC

*K.S. Frontiero*

State of Florida at Large

Commission Number & Expiration Date:



**UNANIMOUS RESOLUTION OF THE STOCKHOLDER AND DIRECTOR OF  
FLORIDA CENTRAL MANAGEMENT, INC.  
FOR LIQUIDATION AND DISSOLUTION OF CORPORATION**

The undersigned, being all of the Stockholders and Directors of **FLORIDA CENTRAL MANAGEMENT, INC.**, a Florida corporation, ("Corporation") at a meeting duly held pursuant to notice unanimously adopted the following resolutions:

**RESOLVED**, that the Corporation shall cease corporate activity as of the 1<sup>st</sup> day of August, 2007 and will enter into a Plan of Distribution fully effective as of the 1<sup>st</sup> day of September, 2007, in accordance with and pursuant to the provisions of the Florida General Corporation Law, and it is

**FURTHER RESOLVED**, that the Corporation will provide for payment of all liabilities and shall then distribute its remaining assets to the stockholders, and it is

**FURTHER RESOLVED**, that in accordance with such a Plan of Complete Liquidation, the officers, directors and the Certified Public Accountant for the Corporation shall be and they hereby are authorized and directed to:

1. Provide for the payment of all indebtedness owed by the Corporation to any creditor or lienor;
2. Distribute all of the then remaining assets in reduction and cancellation of all the outstanding stock of the Corporation;
3. To file all forms required by the Internal Revenue Service to evidence the complete liquidation and dissolution of the Corporation pursuant to the terms of the Internal Revenue Code;
4. File all other forms and documents required by the State of Florida and the United States Government, including all requisite tax returns, as soon as possible after the distribution of the corporate assets; and
5. File Articles of Dissolution with the Secretary of State in Tallahassee, Florida, and it is,

**FURTHER RESOLVED**, that the undersigned, being all of the Stockholders and Directors of the Corporation do hereby unanimously consent to the voluntary dissolution of such Corporation and do authorize and direct the appropriate officers of the Corporation to take all steps necessary or

Unanimous Resolution of the Stockholders  
and Directors of Florida Central Management, Inc.  
for Liquidation and Dissolution of Corporation

appropriate to carry out the intent of the foregoing resolutions.

**FURTHER RESOLVED**, that all actions taken on behalf of this Corporation by the officers, directors and stockholders in connection with the foregoing determination to liquidate and dissolve the Corporation, and the distribution of its assets, be and the same are hereby ratified and confirmed in all respects.

**DATED** as of this 31<sup>st</sup> day of July, 2007.

**FLORIDA CENTRAL MANAGEMENT,  
INC.,** a Florida corporation

By: Rodney E. Oilschlager  
Rodney Oilschlager, as President

**THE JOHN J. MARK DECLARATION  
OF TRUST DATED OCTOBER 10, 2003,**  
as the sole shareholder of Florida Central  
Management, Inc.

By: William J. Mark  
William J. Mark as a Trustee

By: Rodney E. Oilschlager  
Rodney Oilschlager, as a Trustee