

C-29599

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

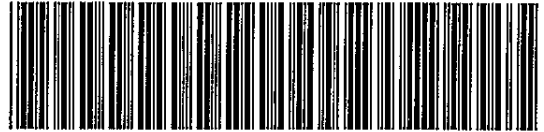
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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04/19/05--01015--005 **35.00

FILED
05 APR 13 PM 2:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PS 4/19/05
D. S.

Robert M. Hoffman

ATTORNEY AT LAW
DADELAND CENTRE
9155 SO. DADELAND BLVD.
SUITE 1012
MIAMI, FLORIDA 33156
TELEPHONE: (305) 447-1680
FAX: (305) 667-5935

March 23, 2005

Secretary of State
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, Florida 32314

Re: Financial Insurance Centers of America, Inc.
Dissolution

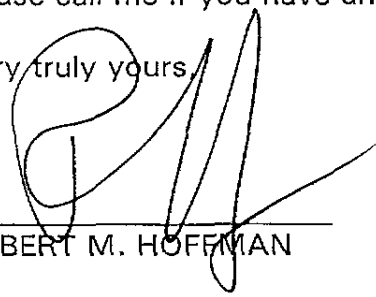
Dear Sir/Madam;

Enclosed please find the above corporation's check # 1754, payable to the Secretary of State in the amount of \$35.00 representing the filing fee of the Articles of Dissolution.

Also enclosed are Articles of Dissolution (2 copies) including Consent of Stockholders.

Please call me if you have any questions.

Very truly yours,



ROBERT M. HOFFMAN

RMH/im
Enc.

c.c. Financial Insurance Centers of America, Inc.

CORPORATE
ARTICLES OF DISSOLUTION
(SHARES ISSUED)

FILED
05 APR 13 PM 2:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name of the dissolved corporation is Financial Insurance Centers of America, Inc.
2. Dissolution was authorized on January 10, 2005.
3. The number of votes cast by the shareholders was sufficient for approval (constituting 100% of the authorized and outstanding shares).
4. The number of votes cast for dissolution by each voting group entitled to vote separately on the plan to dissolve was sufficient to approve.

DATED this 22 day of March, 2005.

Financial Insurance Centers of America, Inc.
a Florida corporation


SHARON McLELLAN, Director


ANTHONY McLELLAN, Shareholder and Officer

WRITTEN CONSENT OF THE STOCKHOLDERS AND DIRECTORS IN
LIEU OF SPECIAL MEETING OF THE STOCKHOLDERS AND
BOARD OF DIRECTORS PURSUANT TO SECTIONS 607.394 AND
607.134 OF THE FLORIDA GENERAL CORPORATION ACT
FINANCIAL INSURANCE CENTERS OF AMERICA, INC.
AT A MEETING TO LIQUIDATE AND DISSOLVE

The undersigned, being all the Stockholders and Directors of the above named corporation, hereby take the following actions by written consent in lieu of a Special Meeting of the Board of Directors and Stockholders:

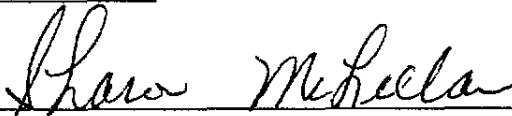
RESOLVED, that the corporation be liquidated in accordance with the provisions of F.S. 607.1403 and Internal Revenue Code of 1954, as amended, as determined by the corporation's tax professional.

RESOLVED, that in accordance with such plan of liquidation, the officers, directors, attorney and the accountant for the corporation be and they hereby are authorized and directed to:

1. Timely file the appropriate forms with the District Director of Internal Revenue Service at Chamblee, Georgia, together with a copy of this consent,
2. Transfer all of the assets of the corporation to the stockholders of the corporation,
3. Distribute all the assets subject to any unpaid liabilities in reduction and cancellation of all the outstanding stock of the corporation,
4. File a Certificate of Dissolution with the Secretary of State in Tallahassee, Florida,
5. File all other forms and documents required by the State of Florida and the Federal Government, including all requisite tax returns, as soon as possible after the distribution of the corporate assets, and
6. Provide for the payment of any indebtedness owed by the corporation to any creditors or lienors, and

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

DATED: March 22, 2005



SHARON McLELLAN, Director



ANTHONY McLELLAN, Shareholder and Officer