

H24526

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

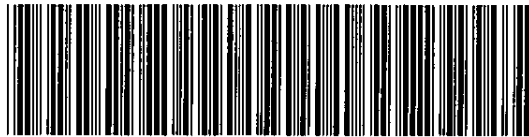
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



700138525567

12/08/08--01028--007 **35.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
08 DEC -8 AM 8:20

Ant Diss
@ 12/10/08

VICTOR SIEGEL, C.P.A., P.A.
14275 S. W. 73 Avenue
Palmetto Bay, FL 33158-1688
(305) – 235-0873

December 4, 2008


Karen Gibson
Department of State
Division of Corporations
Corporate Records
P. O. Box 6327
Tallahassee, FL 32314

Dear Ms. Gibson:

Per your letter of November 26, 2008, I am returning Articles of Dissolution of Victor Siegel, C.P.A., P.A. with supporting Agreement and Plan of Liquidation and Action by Written Consent of Shareholders along with a check for \$35.00 made payable to the Department of State to cover filing fees.

Very truly yours,

Victor Siegel, C.P.A., P.A.

By: 
Victor Siegel, President

Articles of Dissolution of Victor Siegel, C.P.A., P.A.

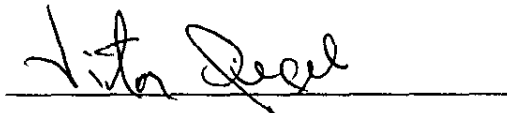
Under §607.1403 of the Florida Business Corporation Act, this corporation submits these Articles of Dissolution.

First: The name of the corporation is Victor Siegel, C.P.A., P.A.

Second: Dissolution of the corporation was authorized on November 14, 2008.

Third: The number of votes cast by the shareholders for dissolution was sufficient for approval.

Signed on November 14, 2008.

A handwritten signature in cursive script, appearing to read "Victor Siegel", is written over a horizontal line.

Victor Siegel, Shareholder and President

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
08 DEC -8 AM 8:20

Victor Siegel C.P.A., P.A.
Agreement and Plan of Liquidation

Agreement and Plan of Liquidation made this 14th day of November, 2008, between Victor Siegel (the Shareholder) and Victor Siegel, C.P.A., P.A., a Florida corporation (the Corporation).

Whereas, the Shareholder owns 100 shares of capital stock of the Corporation, which shares constitute all of the issued and outstanding capital stock of the Corporation;

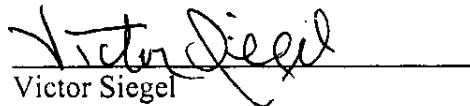
Whereas, the Shareholder wishes to retire from his accounting practice after many years of service to his clients; and

Whereas, the Shareholder wishes to approve, authorize and consent to the voluntary dissolution of the Corporation in accordance with the General Corporation Law of the State of Florida;

Now, therefore, the parties hereto hereby agree as follows:

1. The Shareholder approves, authorizes, and consents to the voluntary dissolution of the Corporation, such dissolution to be effected as promptly as possible and in no event later than December 31, 2008 and in accordance with the plan of liquidation set forth in this agreement.
2. The Shareholder hereby authorizes the officers of the Corporation to file Articles of Dissolution with the Secretary of State of the State of Florida.
3. The Shareholder hereby resolves that after the payment of the Corporation's debts, or provision is made therefore, the officers of the Corporation shall distribute all of the remaining property of the Corporation in complete cancellation or redemption of all of its issued and outstanding capital stock, such distribution to be made as promptly as practicable and in any event not later than December 31, 2008.

In Witness Whereof, the parties hereto have caused this Agreement and Plan of Liquidation to be executed as of the day and year first above written.


Victor Siegel
Shareholder

Victor Siegel, C.P.A., P.A.

By: 
Victor Siegel, C.P.A., President

Action by Written Consent of Shareholders of Victor Siegel, C.P.A. P.A.

The undersigned, being all of the shareholders of this Corporation, hereby make the following written statement in lieu of holding a formal meeting of the shareholders, pursuant to the terms of Section 607.0704, of the Florida General Corporation Statute:

Resolved, that in the judgment of all of the shareholders of Victor Siegel, C.P.A. P.A., it is deemed advisable and for the benefit of the corporation that it should be dissolved;

Resolved, that a plan of liquidation be, and it hereby is, formulated to effect such liquidation and dissolution in accordance with the following resolutions;

Resolved, that the proper officers of the corporation be, and they hereby are, authorized to sell or otherwise liquidate any or all of the tangible assets of the corporation, which in their judgment should be sold or liquidated to facilitate the liquidation of the corporation;

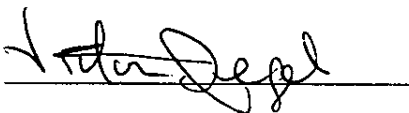
Resolved, that the proper officers of the corporation be, and they hereby are, authorized and directed to file Articles of Dissolution with the Secretary of State of the State of Florida;

Resolved, that after providing for all of the proper debts of the corporation, the remaining assets of the corporation, including cash, equipment, furniture and fixtures, be distributed to the shareholders of the corporation;

Resolved, that the actions provided for in the foregoing resolutions providing for the complete liquidation of the corporation and the distribution of all of its assets be commenced immediately, and that its subsequent dissolution and distribution of all of its assets be completed as soon as practicable, but in no event later than December 31, 2008; and

Resolved, that the proper officers of the corporation be, and they hereby are authorized and directed to pay all such fees and taxes and to do so or cause to be done such further acts and things as they may deem necessary or proper in order to carry out the liquidation and dissolution of the corporation and fully to effectuate the purposes of the foregoing resolutions.

Dated: November 14, 2008

A handwritten signature in black ink, appearing to read "Victor Siegel", is written over a horizontal line.

Victor Siegel, Shareholder