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WALTER M. TOVKACH

ATTORNEY AT LAW

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....

E-MAIL TOVKACH@BELLSOUTH.NET

November 13, 2002 Secretary of State **Division of Corporations** Bureau of Corporate Records Tallahassee, Florida 32304

<u>.</u>....

Dissolution of CALIFORNIA COPIES, INC. Re:

Ladies and Gentlemen:

*CERTIFIED TAX ATTORNEY

FLORIDA BAR BOARD OF

OHIO & NORTH CAROLINA

CERTIFICATION **ALSO ADMITTED IN

> Enclosed please find the original and one (1) copy of the Articles of Dissolution of CALIFORNIA COPIES, INC. and Agreement and Plan of Liquidation between the Shareholders and CALIFORNIA COPIES, INC.., which sets forth the written consent of the Shareholders. The documents are filed in compliance with Florida Statute Section 607.1402, along with a check for \$43.75 (\$35.00 filing fee and \$8.75 for a certified copy).

> Please make the effective date October 31, 2002. After the original has been filed, please certify the copy and return it to me.

Sincerely, 1 mcc Walter M. Tovkach 34

WMT:mcb

Enclosures

ARTICLES OF DISSOLUTION OF CALIFORNIA COPIES, INC..

Pursuant to the provisions of Sections 607.1401, 607.1402 and 607.1403 of the Florida General Corporation Act, the undersigned of the corporation hereinafter named, adopted the following Articles of Dissolution.

1. The date of issuance of CALIFORNIA COPIES, INC., Certificate of Incorporation was October 12, 2002 2. The names and addresses of its officers are:

<u>NAME</u>

NAME

STEVEN MICHAEL PALMER President

STEVEN MICHAEL PALMER Secretary

ADDRESS

927 NW 13th Street Gainesville, Florida 32 927 NW 13th Street Gainesville, Florida 3260 ADDRESS

3. The names and addresses of its directors are:

> STEVEN MICHAEL PALMER Director

927 NW 13th Street Gainesville, Florida 32601

4. All debts, obligations and liabilities of the corporation have been paid or discharged or

provided for in the assumption of liabilities agreement entered into by the shareholders.

5. All remaining property and assets have been distributed to the shareholders in accordance

with the liquidation and dissolution plan and agreement.

6. A statement of intent to dissolve is hereby attached along with adoption of such resolution

by the shareholders of CALIFORNIA COPIES, INC..

DATED: October 31, 2002.

CALIFORNIA COPIES, INC.

Bv STEVEN ME HAEL ALMER President B

STEVEN MICHAEL PALMER, Secretary

STATE OF FLORIDA COUNTY OF ALACHUA

The foregoing instrument was acknowledged before me this 31st day of 2000 by STEVEN MICHAEL PALMER as President and as Secretary of CALIFORNIA COPIES, INC..

Notary Public State at Large Print Name: Binaberry Ann Torkec My Commission Expires: My Commission Number is: Kimberly Ann Tovkach My Commission CC986888 Produced Identification

Expires December 10, 2004

Personally Known

Type of Identification

AGREEMENT AND PLAN OF LIQUIDATION BETWEEN THE SHAREHOLDERS AND CALIFORNIA COPIES, INC..

AGREEMENT AND PLAN OF LIQUIDATION made this <u>A</u>day of October, 2002, between the Shareholders and CALIFORNIA COPIES, INC..., a Florida corporation (hereinafter called the "Corporation").

WHEREAS, one hundred (100%) percent of the Shareholders owning all of the issued and outstanding capital common stock of the Corporation wish to approve, authorize and consent to the voluntary dissolution of the Corporation in accordance with the General Corporation Act of the State of Florida and Section 336 of the Internal Revenue Code;

NOW, THEREFORE, the parties hereto hereby agree as follows:

 The Shareholders approve, authorize and consent to the voluntary dissolution of the Corporation, such dissolution to be effected as promptly as possible and in no event later than
October 31, 2002, and in accordance with the plan of liquidation set forth in this Agreement.

2. The Shareholders hereby authorize the officers of the Corporation 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.

3. The Shareholders hereby authorize the officers of the Corporation to file a Certificate of Dissolution signed by the Stockholders of the Corporation with the Secretary of the State of Florida and all proper federal forms with the Internal Revenue Service.

4. The Shareholders hereby resolve that after providing for all the proper debts of the Corporation, the remaining assets of the Corporation, including cash, if any, be distributed to the stockholders of the Corporation.

5. The Shareholders hereby authorize the officers to commence such liquidation immediately, and that its subsequent dissolution of all its assets be completed as soon as practicable, but in no event later than October 31, 2002.

6. The Shareholders hereby authorize the proper officers to pay all such fees and taxes and to do 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.

IN WITNESS WHEREOF, the parties hereby have caused this Agreement and Plan of Liquidation to be executed by their respective duly authorized officers as of the day and year first above written.

ATTEST: CALIFORNIA COPIES, INC B STEVEN MICHAEL PALMER, _ Secretary

Βv

STEVEN MICHAEL PALMER, President

STEVEN MICHAEL PALMER, Shareholder

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