

L010000004968

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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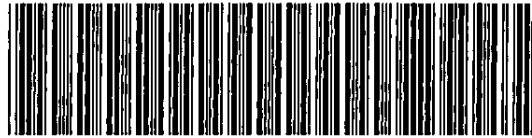
(Business Entity Name)

(Document Number)

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATION
07 APR -5 AM 11:15

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Richland Towers - Peoria, LLC
(Name of Limited Liability Company)

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

Please return all correspondence concerning this matter to the following:

John Troutman

(Name of Person)

Richland Investments

(Firm/Company)

4100 Newport Place, Suite 800

(Address)

Newport Beach, CA 92660

(City/State and Zip Code)

For further information concerning this matter, please call:

John Troutman

(Name of Person)

at (949) 261-7010

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

☐ \$25.00 Filing Fee

☒ 30.00 Filing Fee &
Certificate of Status

☐ \$55.00 Filing Fee &
Certified Copy
(additional copy is enclosed)

☐ \$60.00 Filing Fee,
Certificate of Status &
Certified Copy
(additional copy is enclosed)

MAILING ADDRESS:

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

STREET/COURIER ADDRESS:

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

**ARTICLES OF DISSOLUTION
FOR
A LIMITED LIABILITY COMPANY**

1. The name of a limited liability company is
Richland Towers - Peoria, LLC

2. The Articles of Organization were filed on March 30, 2001 and assigned document number
L01000004968

3. The date the dissolution was approved: upon filing

4. A description of occurrence that resulted in the limited liability company's dissolution pursuant to section 608.441, Florida Statutes, (copy 608.441 on back cover letter).

This article of dissolution is being filed due to the dissolution and the completion of the winding up of the company, as authorized pursuant to a written consent of the sole member of the company on March 28, 2007.

5. **CHECK ONE:**

- ☒ All debts, obligations and liabilities of the limited liability company have been paid or discharged.
-OR-
☐ Adequate provision has been made for the debts, obligations and liabilities pursuant to s. 608.4421.

6. All remaining property and assets have been distributed among its members in accordance with their respective rights and interests.

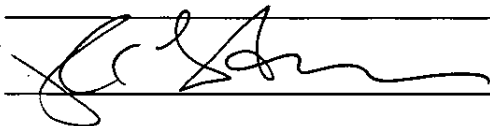
7. **CHECK ONE:**

- ☒ There are no suits pending against the company in any court.
-OR-
☐ Adequate provision has been made for the satisfaction of any judgment, order or decree which may be entered against it in any pending suit.

Signatures of the members having the same percentage of membership interests necessary to approve the dissolution:

Signature

Printed Name



Richland Towers, LLC, sole member

By: John C. Troutman, Vice President

FILED
SECRETARY OF STATE
DIVISION OF CORPORATION
07 APR -5 AM 11:15

FILING FEE: \$25.00

**WRITTEN ACTION IN LIEU OF A SPECIAL MEETING
OF THE SOLE MEMBER
OF
RICHLAND TOWERS - PEORIA, LLC
LIQUIDATION AND DISSOLUTION**

The undersigned, being the sole Member of **RICHLAND TOWERS - PEORIA, LLC**, a Florida limited liability company (the "Company"), executing this Written Action pursuant to Sections 608.441 and 608.445 of the *Florida Statutes*, in lieu of holding a special meeting of the sole Member, hereby takes, authorizes, approves and consents to the following resolutions:

RESOLVED, that in the judgment of the Member of the Company, it is deemed advisable and for the benefit of the Company and the Member that the Company be liquidated and formally dissolved;

FURTHER RESOLVED, that the proposed Plan of Liquidation and Articles of Dissolution, copies of which are attached hereto, be, and they hereby are, adopted;

FURTHER RESOLVED, that the officers of the Company be, and they hereby are, authorized and directed to take any and all actions as necessary or desirable to liquidate the Company in accordance with the Plan, including but not limited to the following actions:

1. The assignment and transfer of all of the assets of the business of the Company.
2. The execution and filing on behalf of the Company of Articles of Dissolution with the Florida Department of State.

IN WITNESS WHEREOF, the undersigned, being the sole Member of the Company, hereby executes this Written Action as and for the written consent of the sole Member, dated effective the 28th of March, 2007.

RICHLAND TOWERS, LLC,
a Florida limited liability company,
sole member

By: 

John C. Troutman, Vice President

PLAN OF LIQUIDATION
OF
RICHLAND TOWERS - PEORIA, LLC

WHEREAS, it is deemed advisable and in the best interest of **RICHLAND TOWERS - PEORIA, LLC**, a Florida limited liability company (hereinafter called the "Company"), and its sole Member to wind up the affairs of the Company and completely liquidate the Company through distribution by it as soon as reasonably possible following the adoption of the Plan of Liquidation (the "Plan") of all of its assets in complete Liquidation.

NOW, THEREFORE, the following Plan is recommended for adoption by the sole Member of the Company:

1. The officers of the Company are authorized to negotiate and to consummate sales of any portion of the Company's properties and assets upon such terms and conditions as may be determined by them to be in the best interest of the Company and its Member.

2. The officers of the Company shall attempt to collect all of the receivables owing to the Company, sell its assets, pay all of its debts and expenses and settle any contingent claims, setting aside any reasonable amount in cash or other property which the officers deem necessary to meet any contingent claims, liabilities, or expenses expected to arise.

3. All of the remaining assets of the Company, including the proceeds of the sale of any of its assets, shall be distributed in kind to the Member as soon as reasonably possible following the date of adoption of the Plan, in exchange for the surrender of its membership interests in complete cancellation and redemption of all of the membership interests of the Company in accordance with the Plan of complete liquidation. The President and/or other officers of the Company are authorized and directed to issue such checks or execute such assignments, deeds and bills of sale to the assets of the Company as may be required to convey good title in the assets to the Member.

4. The officers of the Company are authorized and directed to perform such acts and deeds to carry out the purposes of the Plan and to completely liquidate the Company as soon as reasonably possible following the date of adoption of the Plan in an orderly manner, and the President, and such other officers as are required to do so by law, are expressly authorized to execute any contracts, deeds, bills of sale or any other legal instruments or documents necessary or desirable to effectuate the liquidation and to consummate the Plan.

5. Upon distribution of all of the assets of the Company in complete liquidation, the officers of the Company shall instruct the Company's accountants to close the books of the Company.

6. The officers shall cause the Company to be dissolved with the Florida Secretary of State.

Adopted by the sole Member of the Company on March 28, 2007.

RICHLAND TOWERS, LLC,
a Florida limited liability company,
sole member

By: 

John C. Troutman, Vice President