

L03000004883

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COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: TECH DATA FLORIDA HOLDING L.L.C.
(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:

JOELLE CHOUËIFATI
(Name of Person)

TECH DATA CORPORATION
(Firm/Company)

5350 TECH DATA DRIVE - MAIL STOP
(Address)

CLEARWATER FL 33760
(City/State and Zip Code)

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For further information concerning this matter, please call:

JOELLE CHOUËIFATI at (727) 539-7429 ext 75021
(Name of Person) (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
OF
TECH DATA FLORIDA HOLDING, L.L.C.**

Pursuant to the provisions of Sections 608.441 (4) and 608.445 of the Florida Limited Liability Company Act, the undersigned Company adopts the following Articles of Dissolution for the purpose of dissolving the Company:

ARTICLE I – NAME

The name of the Company is Tech Data Florida Holding L.L.C. The Articles of Organization were on February 10, 2003 and assigned document number L03000004883.

ARTICLE II – AUTHORIZATION FOR DISSOLUTION

Pursuant to the authority contained in sections 608.441 (1)(c) of the Florida Limited Liability Company Act, the sole member of the Company elected to dissolve the Company by unanimous written consent as of March 31, 2007. A copy of the Written Action in lieu of a Special Meeting of the Sole Member of Tech Data Corporation is attached.

ARTICLE III – DEBTS AND LIABILITIES

All debts, obligations, and liabilities of the Company have been paid or discharged

ARTICLE IV – PROPERTIES AND ASSETS

All remaining property and assets have been distributed among its Members in accordance with their respective rights and interest.

ARTICLE V. LAWSUITS

There are no suits pending against the Company in any court.

ARTICLE VI – ADOPTION OF DISSOLUTION

Dissolution was approved by the Sole Member.

Signed this 19 day of March 2007

TECH DATA FLORIDA HOLDING
L.L.C.

By: Jeffery P. Howells
Jeffery P. Howells
Manager

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**ACTION BY UNANIMOUS WRITTEN CONSENT
OF THE MEMBERS OF
TECH DATA FLORIDA HOLDING L.L.C.
IN LIEU OF MEETING**

The undersigned, being the sole member (the "Member") of Tech Data Florida Holding L.L.C, a Florida limited liability company (the "Company"), does hereby adopt the following resolutions:

WHEREAS, the Member is the sole member of the Company and owns one hundred percent (100%) of the membership interests in the Company;

WHEREAS, the managers (the "Managers") have recommended to the Member that it is in the best interests of the Company to dissolve, liquidate and terminate the Company (the "Dissolution");

WHEREAS, the Member also determines that the Dissolution is in the best interest of the Company.

NOW THEREFORE BE IT RESOLVED, that the Dissolution be, and it hereby is, authorized and approved as of March 31; 2007 and further

RESOLVED, and that the Managers shall take all such actions, including delivery and execution of documents as shall be necessary to wind up the Company's affairs and dissolve and liquidate the Company in accordance with the provisions of Section XI of the Company's Operating Agreement and the Florida Limited Liability Company Act; and further

RESOLVED, that this Consent be filed with the records of the meeting of members of the Company.

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IN WITNESS WHEREOF, the undersigned has executed this Consent as of

March 19, 2007.

Tech Data Corporation
Sole Member

By: 

Name: Jeffery P. Howells

Title: Executive Vice President and
Chief Financial Officer

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