

L03000016948

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

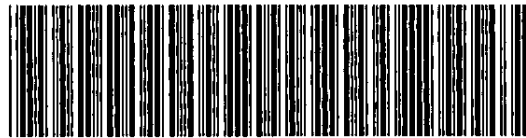
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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10/23/13--01009--016 **30.00

FILED
13 OCT 23 PM 3:30
CLERK OF STATE
TALLAHASSEE, FLORIDA

K. SALY
EXAMINER
OCT 25 2013

October 21, 2013

Max D. Kirchen
213 Rio Vista Circle
Atlantis, FL 33462

561-965-9450
maxk27@comcast.net

Re: Kirchen Enterprises LLC

Please find enclosed the completed documentation for the dissolution of the above-mentioned organization, together with a cashier's check for the \$30.00 filing fee and certificate of status. Also attached is a copy of Kirchen Enterprises LLC Operating Agreement, Article 8 = Dissolution and Liquidation.



Max D. Kirchen
Managing Partner

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Kirchen Enterprises 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:

Max D. Kirchen

(Name of Person)

Kirchen Enterprises LLC

(Firm/Company)

213 Rio Vista Circle

(Address)

Atlantis, FL 33462

(City/State and Zip Code)

For further information concerning this matter, please call:

Max D. Kirchen

(Name of Person)

at (561) 965-9450

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

ρ \$25.00 Filing Fee

ρ \$30.00 Filing Fee &
Certificate of Status

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

ρ \$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**

FILED
13 OCT 23 PM 3:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name of a limited liability company is
Kirchen Enterprises LLC

2. The Articles of Organization were filed on May 12, 2003 and assigned document number
L 03000016948

3. The date the dissolution was approved: October 21, 2013, Effective Date:
November 30, 2013

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).

c) the sale of all or substantially all of the company's assets

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.

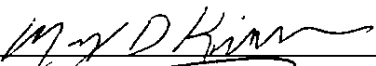
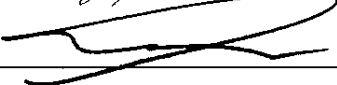
7. CHECK ONE:

- ☒ 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

Max D. Kirchen

Anita M. Kirchen

by such Member, only be entitled to receive distributions to which the Member would otherwise have been entitled had the Member remained a Member, and the dissociating Member shall thereafter be an Economic Interest Owner. Further, if the dissociation occurs by virtue of an assignment of such person's entire Membership Interest in accordance with this Agreement, then the rights and obligations of the dissociating Member (and such Member's successor) shall be subject to the provisions of Article 6.

7.3 Withdrawal of Member. Except as otherwise provided in Article 6, no Member shall be entitled to withdraw or resign from the Company.

7.4 Effect of Dissociation of a Member. Notwithstanding anything to the contrary in this Agreement, the Act or otherwise applicable state law, the dissociation of a Member shall not cause the dissolution, termination or liquidation of the Company.

ARTICLE 8 DISSOLUTION AND LIQUIDATION

8.1 Events Triggering Dissolution. The Company shall dissolve and commence winding up and liquidating upon the first to occur of any of the following ("*Liquidating Events*"):

- (a) the determination by the Managers, or by unanimous agreement of all of the Members, that the Company should be dissolved;
- (b) the insolvency or bankruptcy of the Company;
- (c) ☒ the sale of all or substantially all of the Company's assets; or
- (d) any event that makes it impossible, unlawful or impractical to carry on the business of the Company.

Notwithstanding anything to the contrary in the Act, the Members agree that the Company shall not be dissolved or liquidated prior to the occurrence of a Liquidating Event, as set forth in this Article 8. If it is determined by a court of competent jurisdiction that the Company has dissolved prior to the occurrence of a Liquidating Event, then within a 90-day period after such determination (the "*Reconstitution Period*"), the Members may elect to reconstitute the Company and continue its business on the same terms and conditions set forth in this Agreement by forming a new limited liability company on identical terms. Upon such election within the Reconstitution Period all Members and Economic Interest Owners (and their successors in interest) shall be bound thereby and shall be deemed to have consented to such election.

8.2 Effect of Dissolution. No dissolution of the Company shall release any of the parties to this Agreement from their contractual obligations under this Agreement.