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ALLAHASSEE, FLORIDA



# THEODORE J. KLEIN

ATTORNEY AT LAW
8030 PETERS ROAD
BUILDING D SUITE 104
PLANTATION, FLORIDA 33324
EMAIL: TKLEIN7777@AOL.COM

PHONE: (954) 370-2533

November 26, 2007

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

> RE: CV Purchasing Company LLC Document No. L030000 28637

Dear Division of Corporations:

The enclosed Articles of Dissolution (with Plan of Dissolution attached) and \$25 filing fee payment are submitted for filing. Please return all correspondence concerning this matter to the undersigned at the address indicated above.

Very truly yours,

Theodore J. Klein, Attorney at Law

Enclosure

cc: Mayda Fernandez

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Fax: (954) 370-2566

# ARTICLES OF DISSOLUTION FOR

# CV PURCHASING COMPANY LLC, A FLORIDA LIMITED LIABILITY COMPANY

CV Purchasing Company LLC, a Florida limited liability company, hereby files these Articles of Dissolution as follows:

- 1. The name of this limited liability company is CV Purchasing Company LLC.
- 2. The Articles of Organization for this company were filed on August 4, 2003 and assigned document number L03000028637.
  - 3. The date the dissolution was approved: October 24, 2007.
- 4. A description of the occurrence that resulted in this company's dissolution pursuant to Section 608.441, F.S., is: written consent of all of the members.
- 5. Adequate provision has been made for the debts, obligations and liabilities of this company pursuant to Section 608.4421, F.S.
- 6. All remaining property and assets have been distributed among this company's members in accordance with their respective rights and interests.
- 7. There are no suits pending against this company in any court.

IN WITNESS WHEREOF, the undersigned, being all of the members of this Company, have executed these Articles of Dissolution on this 3/ day of October, 2007.

Alberto Perlman, individually

Inversiones Tronador S.A.

Bv:

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# PLAN OF DISSOLUTION

CV Purchasing LLC, a Florida limited liability company, enters into this Plan of Dissolution on this 24<sup>th</sup> day of October, 2007.

## **BACKGROUND**

CV Purchasing LLC (the "Company") is a Florida limited liability company currently in existence and good standing. The members of the Company believes it makes business sense to have the Company liquidate and dissolve in accordance with this Plan of Liquidation.

### **TERMS**

For the reasons described above and in consideration of the covenants herein contained, the company shall liquidate and dissolve in accordance with this Plan of Liquidation as follows:

- 1. Dissolution. In accordance with the laws and applicable provisions of the laws of the State of Florida and subject to the terms and conditions of this Plan, the Company will liquidate and dissolve.
- 2. Liabilities. Prior to making distribution to the members of this Company, the president of this Company shall use the available assets of the Company to pay all Company liabilities.
- 3. Distribution to Members. After paying or making provision for the payment of the liabilities of the Company, the Manager of this Company shall execute all documents and take all actions necessary to distribute to the members of this Company, the remaining assets of the Company, if any.
- 4. Abandonment. At any time prior to the filing of the Articles of Dissolution with the Florida Department of State, the proposed liquidation and dissolution may be abandoned by the

action of the members of the Company.

5. Articles of Dissolution. The members of the Company shall file with the Florida Department of State and the manager of the Company is authorized to file with the Internal Revenue Service all forms required in connection with the liquidation and dissolution.

CV Purchasing LLC, acting through all of its members

Alberto Perlman, individually

Inversiones Tropador S.A.

Bv:

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