

L04000021835

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J. BRYAN MAY 16 2006

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Partners Dental laboratories, L.L.C.
(Name of Limited Liability Company)

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

Please return all correspondence concerning this matter to the following:

Nancy Walters

(Name of Person)

Diasti Florida Family Limited Partnership

(Firm/Company)

2502 N Rocky Point Drive, Suite 1000

(Address)

Tampa, FL 33607

(City/State and Zip Code)

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For further information concerning this matter, please call:

Nancy Walters

(Name of Person)

at (813) 288-6253

(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
Partners Dental Laboratories, L.L.C.

2. The Articles of Organization were filed on March 22, 2004 and assigned document number L04000021835.

3. The date the dissolution was approved: May 1, 2006.

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).

Written consent of members.

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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



Adam Diasti, Vice-President of Diasti

Management Inc., a Florida corporation,

General Partner

UNANIMOUS WRITTEN CONSENT IN
LIEU OF MEETING OF MEMBER
OF PARTNERS DENTAL LABORATORIES, L.L.C.

The undersigned, DIASTI FLORIDA FAMILY LIMITED PARTNERSHIP, a Florida limited partnership, and DIASTI MANAGEMENT, INC., a Florida corporation, the Members of PARTNERS DENTAL LABORATORIES, L.L.C. (the "Company"), a Florida limited liability company, hereby adopt the following resolution by written consent in lieu of a meeting:

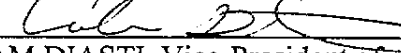
WHEREAS, the undersigned Members desire to dissolve the Company; and

WHEREAS, the undersigned Members hereby authorize and approve the dissolution of the Company, and hereby authorize and approve any and all necessary steps taken to effectuate the Company's dissolution.

RESOLVED, that the undersigned Members dissolve the Company and agree to take any and all necessary steps to effectuate the Company's dissolution.

The Unanimous Written Consent is made effective as of May 1, 2006.

DIASTI FLORIDA FAMILY LIMITED
PARTNERSHIP

By: 
ADAM DIASTI, Vice-President of
Diasti Management, Inc., a
Florida corporation, General Partner

DIASTI MANAGEMENT, INC.

By: 
ADAM DIASTI, Vice-President

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