

L04000050951

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

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☐ MAIL

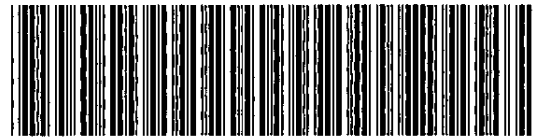
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
08 MAY -1 AM 8:58

T. HAMPTON

MAY - 5 2008

EXAMINER

Alexandra Brown
Attorney at Law
P.O. Box 6338
Miramar Beach, Florida 32550

Tel: (850) 650-7555

Fax: (850) 650-7555

Email: alix@casadebrown.com

April 7, 2008

Secretary of State
409 E. Gaines Street
Tallahassee, FL 32301

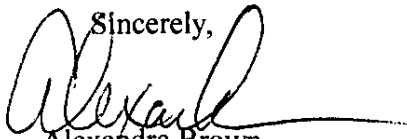
Re: Articles of Dissolution of G & M Properties of Destin, LLC

Dear Sir or Madam:

Enclosed herewith please find an original and one copy of the Articles of Dissolution of G & M Properties of Destin, LLC. Please file the original Articles and return a file-stamped copy.

Also enclosed is a check in the amount of \$25.00 representing your filing fee.

I appreciate your assistance in this matter.

Sincerely,

Alexandra Brown
Attorney at Law

Enc.

Alexandra Brown
Attorney at Law
P.O. Box 6338
Miramar Beach, Florida 32550

Tel: (850) 650-7555

Fax: (850) 650-7555

Email: alix@casadebrown.com

April 30, 2008

Secretary of State
ATTN. TAMMY HAMPTON
409 E. Gaines Street
Tallahassee, FL 32301

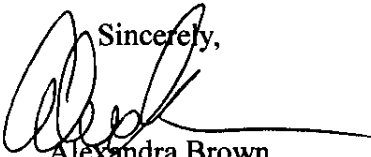
Re: Articles of Dissolution of G & M Properties of Destin, LLC

Dear Sir or Madam:

Enclosed herewith please find an original and one copy of the Articles of Dissolution of G & M Properties of Destin, LLC. Please file the original Articles and return a file-stamped copy. In our telephone conversation, it was discovered that the attachment containing the necessary information was not attached, therefore I have corrected the problem and resubmitted the Articles.

You should still have the payment of the \$25.00 filing fee in your system.

I appreciate your assistance in this matter.

Sincerely,

Alexandra Brown
Attorney at Law

Enc.



FLORIDA DEPARTMENT OF STATE
Division of Corporations

RECEIVED

08 MAY -1 PM 12:11

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

April 10, 2008

ALEXANDRA BROWN, ATTORNEY
P O BOX 6338
MIRAMAR BEACH, FL 32550

SUBJECT: G & M PROPERTIES OF DESTIN, L.C.
Ref. Number: L04000050951

We have received your document for G & M PROPERTIES OF DESTIN, L.C. and your check(s) totaling \$25.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

A statement that all debts, obligations, and liabilities of the limited liability company have been paid or discharged or that adequate provision has been made therefore pursuant to section 608.4421, Florida Statutes, must be contained in the document.

A statement that all the remaining property and assets have been distributed among its members in accordance with their respective rights and interests must be contained in the document.

The articles of revocation of dissolution must be accompanied by a copy of the previously filed articles of dissolution.

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6855.

Tammy Hampton
Regulatory Specialist II
Registration/Qualification Section

Letter Number: 008A00021400

**ARTICLES OF DISSOLUTION
OF
G & M PROPERTIES OF DESTIN, LLC**

The name of this limited liability company is G & M Properties of Destin, LLC. It was first organized under the laws of the State of Florida on the 8th day of July, 2004 and then changed it name to G & M Properties of Destin, LLC pursuant to Articles of Amendment filed on August 2, 2004, and assigned document number L04000050951.

The Company has elected to dissolve as of April 1, 2008 pursuant to a special meeting of its members. A true copy of the minutes of the special meeting of the members, the resolution to adopt a plan of company liquidation, the waiver of notice, and ratification of the minutes are attached and incorporated by reference as Exhibit A.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Dissolution on the 1st day of April, 2006 in Okaloosa County, Florida.

By: *William G. Cooper*
William G. Cooper, Manager

ATTEST:

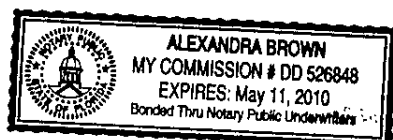
William G. Cooper
William G. Cooper, Manager

STATE OF FLORIDA
COUNTY OF OKALOOSA

Before me personally appeared WILLIAM G. COOPER, Manager, who is personally known to me to be the person who executed the foregoing Articles of Dissolution.

Executed this 1st day of April, 2008.

Alexandra Brown
Alexandra Brown
Notary Public
My Commission Expires:



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Ex. A

**MINUTES OF THE SPECIAL MEETING
OF THE MEMBERS OF
G & M PROPERTIES OF DESTIN, LLC**

A special meeting of the members of G & M Properties of Destin, LLC, a Florida limited liability company, was held at the Offices of the Company located at 4355 Stonebridge Road, Destin, FL 32541, on the 1st day of April, 2008 pursuant to the waiver of notice attached.

The following members were present in person or by proxy:

MELBA H. COOPER

In Person

WILLIAM G. COOPER

In Person

William G. Cooper acted as chairperson and as secretary of the meeting. The chairperson declared that all members of records received notice of the special meeting and its purpose, all of the members were present in person or by proxy, and that all had executed a waiver of notice of the meeting. The chairperson then announced the purpose of the meeting was to consider the dissolution of G & M Properties of Destin, LLC and to adopt a plan of liquidation of the assets of G & M Properties of Destin, LLC.

After due deliberation and motions duly made and seconded, it was unanimously decided as follows:

1. G & M Properties of Destin, LLC shall be liquidated pursuant Section 608.441 of the Florida Statutes.

2. G & M Properties of Destin, LLC will distribute all of its property and assets during the month of April 2008.

3. All liabilities and obligations of G & M Properties of Destin, LLC will be paid or discharged, or adequate provision will be made for them.

4. The managing member, WILLIAM G. COOPER, of G & M Properties of Destin, LLC are authorized to transfer all the properties and assets of G & M Properties of Destin, LLC in such a manner as to pay off all justified and reasonable debts of the corporation.

5. The managing member, WILLIAM G. COOPER, of G & M Properties of Destin, LLC is authorized to do any and all things necessary or convenient to carry these resolutions into effect, including, but not limited to, the following:

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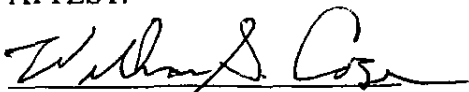
- a. executing any and all instruments of conveyance;
- b. paying all taxes and fees;
- c. executing all documents required by law to be filed;
- d. retaining professional advisors, and
- e. doing all other things necessary or convenient to effect the dissolution of G & M Properties of Destin, LLC.

6. After the provision for, or payment of, the known debts and liabilities of G & M Properties of Destin, LLC, the members anticipate no funds to remain.

There being no further business to come before the meeting, it was, upon motion duly made, seconded, and unanimously carried, adjourned.


William G. Cooper, Chairperson

ATTEST:

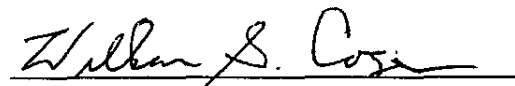

William G. Cooper, Secretary

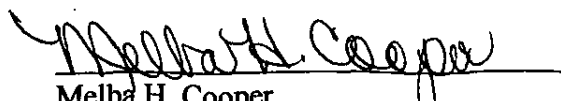
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RATIFICATION

We, the undersigned members of the corporation, have read these minutes and do hereby, approve, ratify and confirm all business transactions as recorded therein.


William G. Cooper


Melba H. Cooper