

Florida Department of State  
Division of Corporations  
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To:

Division of Corporations  
Fax Number : (850)205-0383

From:

Account Name : ARAZOZA, COMAS, DE TORRES & FERNANDEZ-FRAGA, P.A.  
Account Number : 076624003440  
Phone : (305)444-6226  
Fax Number : (305)442-4829

**LLC DISS/WITH OR REV DISS**

**2204 ASIA, LLC**

Certificate of Status	1
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**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** 2204 ASIA, LLC.  
(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:

LAURA KOHN

(Name of Person)

ARAZOZA & FERNANDEZ-FRAGA, P.A.

(Firm/Company)

2100 SALZEDO STREET, SUITE 300

(Address)

CORAL GABLES, FL 33134

(City/State and Zip Code)

For further information concerning this matter, please call:

LAURA KOHN

(Name of Person)

at ( 305 ) 444-6226

(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

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**ARTICLES OF DISSOLUTION  
FOR  
A LIMITED LIABILITY COMPANY**

1. The name of a limited liability company is  
2204 ASIA, LLC

2. The Articles of Organization were filed on 04/19/2005 and assigned document number  
L05000038357

3. The date the dissolution was approved: 01/10/2006

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).

The dissolution of the limited liability company has been mandated pursuant to the written consent  
of the managing member of the limited liability company in accordance with Section 608.441, Florida  
Statutes, and the Articles of Organization of the company.

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

Laura Kohn, Authorized Representative of Managing Member

FILING FEE: \$25.00

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**WRITTEN CONSENT OF THE MANAGING MEMBER OF  
2201 ASIA, LLC.,  
A FLORIDA LIMITED LIABILITY COMPANY**

The undersigned, being the sole Manager of 2204 ASIA, LLC., (hereafter the "Company"), hereby consents to, authorizes, adopts and approves the following actions and resolutions by written consent of the Manager of the Company:

RESOLVED, that the Company be voluntarily liquidated and dissolved and that its members are authorized and directed to take all actions necessary to implement such liquidation and dissolution under the laws of the State of Florida;

FURTHER RESOLVED, that the complete liquidation and dissolution of the Company be effected as soon as possible under the Plan of Complete Liquidation and Dissolution attached hereto as Exhibit "A"

Signed this 10<sup>th</sup> day of January, 2006

  
\_\_\_\_\_  
LAURA KOHN  
Authorized Representative of Managing Member

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CLERK OF DISTRICT COURT  
STATE OF FLORIDA

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## EXHIBIT "A"

### PLAN OF COMPLETE LIQUIDATION AND DISSOLUTION OF 2204 ASIA, LLC.

1. As soon as possible following the adoption of this Plan of Complete Liquidation and Dissolution (hereafter the "Plan"), 2204 ASIA, LLC., (hereafter the "Company"), will cease the active conduct of its business, will wind up its affairs, will pay or provide for payment of all known obligations of the Company, and will liquidate and distribute all of its assets in complete liquidation, less any assets retained to meet claims.
2. The Managing Member of the Company may from time to time authorize one or more distributions in cash or in kind, in a series of distributions in complete liquidation.
3. The foregoing distributions in complete liquidation shall be in exchange of, solely for, in redemption and cancellation of, and in payment for, all of the outstanding membership interest in the Company.
4. This Plan shall be effective upon the approval and adoption of the Plan by the Company's Managing Member.
5. The members of the Company shall proceed with the voluntary dissolution of the Company under the laws of the State of Florida, including the filing of Articles of Dissolution.
6. The members of the Company are hereby authorized, empowered, and directed to do all things and take all actions which they deem necessary or advisable to carry out the purpose and intentions of this Plan, including, without limitation, the execution and delivery of deeds, bills of sale, assignments, other instruments and documents, and the filing of returns and other documents with the appropriate officials of the State of Florida and the United States, including, if applicable, the final federal income tax return.

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