

LD6000082967

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(Address)

(Address)

(City/State/Zip/Phone #)

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2008 MAY -5 AM 9:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Guardian Neurophysiology, L.L.C.
(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:

Eric L. Rosenberg, Esq.
(Name of Person)
5851 Holmberg Road
(Firm/Company)
Suite 523
(Address)
Parkland, Florida 33067
(City/State and Zip Code)

For further information concerning this matter, please call:

Eric L. Rosenberg at (954) 255-0983
(Name of Person) (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 the limited liability company is Guardian Neurophysiology, L.L.C..
2. The Articles of Organization were filed on August 22, 2006 and assigned document number L06000082967
3. The date the dissolution was approved: April 24, 2008.
4. A description of the occurrence that resulted in the limited liability company's dissolution pursuant to Section 608.441, Florida Statutes: upon written consent of all of the members of the limited liability 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 Section 608.4421, Florida Statutes.

6. All remaining property and assets have been distributed among its members in accordance with their respective rights and interests.

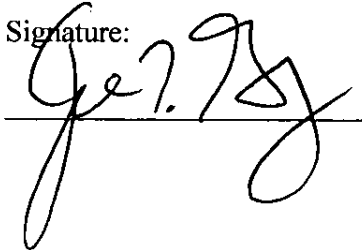
7. CHECK ONE:

☒ There are no suits pending against the limited liability 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:



Typed Name:

John T. Gray

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**UNANIMOUS WRITTEN CONSENT OF THE SOLE MEMBER
OF GUARDIAN NEUROPHYSIOLOGY, L.L.C. IN LIEU OF MEETING**

The undersigned, being the sole member of Guardian Neurophysiology, L.L.C., a Florida limited liability company (the "Company"), hereby takes the following actions pursuant to Chapter 608 of the Florida Statutes:

WHEREAS, the sole member has decided to voluntarily dissolve the Company; and

WHEREAS, all debts, obligations and liabilities of the Company have been paid or discharged; and

WHEREAS, all remaining property and assets of the Company have been distributed among the members in accordance with their respective rights and interests; and

WHEREAS, there are no suits pending against the Company in any court;

NOW, it is therefore:

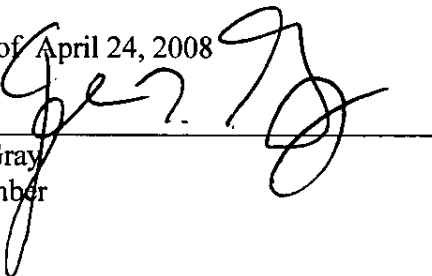
RESOLVED, that the sole member take all steps required and advisable to dissolve the Company, including filing Articles of Dissolution with the Florida Division of Corporations; and be it further

RESOLVED, that all documents executed and delivered by the sole member in connection with dissolving the Company are hereby authorized, adopted and approved, in such form and containing such terms and conditions as the sole member deems necessary, proper or advisable. The execution and delivery of any such document by the sole member shall conclusively establish his authority therefor and the approval and ratification by the Company thereof; and be it further

RESOLVED, that the sole member is hereby authorized and empowered to take such other actions and/or execute such documents as are necessary or appropriate to carry out the intent of the foregoing resolutions.

Dated as of April 24, 2008

John T. Gray
Sole Member

A handwritten signature in black ink, appearing to read 'John T. Gray', is written over a horizontal line. The signature is stylized with a large, looping 'J' and a distinct 'G'.