

L07000027018

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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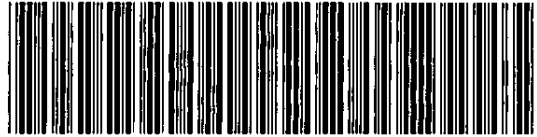
(Business Entity Name)

(Document Number)

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04/30/09--01016--007 **25.00

FILED
09 APR 30 PM 3:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

J. BRYAN

MAY - 1 2009

EXAMINER

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Ten-8 Software Solutions LLC
(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:

Bruce Berg

(Name of Person)

Crime ID

(Firm/Company)

103 Orchid Cay Drive

(Address)

Palm Beach Gardens, FL 33418

(City/State and Zip Code)

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TALLAHASSEE, FLORIDA

For further information concerning this matter, please call:

Bruce Berg

(Name of Person)

at (561) 712-1277

(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**

FILED
09 APR 30 PM 3:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name of a limited liability company is

Ten-8 Software Solutions LLC

2. The Articles of Organization were filed on ~~not sure~~ 03/12/2007 and assigned document number L07000027018

3. The date the dissolution was approved: 3-25-2009

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).

see attached

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

see attached

ACTION BY WRITTEN CONSENT
OF THE MEMBERS OF
TEN-8 SOFTWARE SOLUTIONS, LLC

FILED
09 APR 30 PM 3:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, constituting a majority of the members ("Members") of TEN-8 SOFTWARE SOLUTIONS, LLC, a Florida limited liability company ("Company"), pursuant to the Operating Agreement of the Company and pursuant to the provisions of the Florida Limited Liability Company Act, in lieu of holding a formal meeting do hereby consent to the following:

WHEREAS, the undersigned Members, representing a majority of the membership interests in the Company, have determined that it is in the best interest of the Company to assign all of the assets and delegate all of the obligations of the Company (collectively, "Assignment") to CRIME+D, LLC, which entity is owned by Mr. Bruce Berg; and

WHEREAS, the form of the proposed Assignment is attached hereto as Appendix A; and

WHEREAS, the undersigned Members further agree that it is in the best interests of the Company to dissolve the Company immediately after entering into the Assignment; and

WHEREAS, the form of the proposed Articles of Dissolution is attached hereto as Appendix B.

NOW, THEREFORE, BE IT RESOLVED, that the Company is hereby authorized, directed and empowered, to execute and enter into the Assignment; and it is

FURTHER RESOLVED, that the Articles of Dissolution are hereby approved and accepted; and any Manager of the Company is authorized and directed to cause the said Articles of Dissolution to be filed with the Florida Secretary of State; and it is

FURTHER RESOLVED, that each Manager of the Company is hereby authorized and directed to execute and deliver any agreements, instruments or documents, and to take such other actions as they shall deem necessary or appropriate to carry out the purpose of the aforementioned Resolutions, and the taking of any such actions by such Manager shall be conclusive evidence that the same was necessary and appropriate; and it is

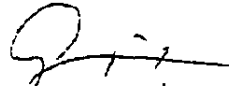
FURTHER RESOLVED, that any actions taken by any Manager of the Company in furtherance of the foregoing Resolutions prior to the date hereof are hereby approved and ratified in all respects, and the taking of any such actions by such Manager shall be conclusive evidence that the same was necessary and appropriate.


[signature page follows]

IN WITNESS WHEREOF, all of the Members of the Company have executed this Action
By Written Consent effective as of the 25th day of March, 2009.

MEMBERS:

AMERICAS MEDIA SERVICES, LLC

By: 
Jani Gonzalez de Cuono, Manager

 3-25-09
BRUCE BERG, Member


JARROD PETRELLI, Member

FILED
09 APR 30 PM 3:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF DISSOLUTION OF
TEN-8 SOFTWARE SOLUTIONS, LLC
(a Florida limited liability company)**

FILED
09 APR 30 PM 3:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of the Florida Limited Liability Company Act ("Act"), TEN-8 SOFTWARE SOLUTIONS, LLC, a Florida limited liability company ("Company"), hereby files these Articles of Dissolution for the purpose of dissolving the Company:

1. The name of the limited liability company is: Ten-8 Software Solutions, LLC.
2. In accordance with the provisions of the Act, the dissolution of the Company shall be effective upon the filing of these Articles of Dissolution with the Florida Department of State.
3. The Company's dissolution was authorized and approved by a majority of the members ("Members") of the Company by Action by Written Consent dated March 25th, 2009, which is sufficient for the dissolution of the Company pursuant to the Operating Agreement of the Company.
4. The Members of the Company have made adequate provision for the payment or discharge of all debts, obligations and liabilities of the Company.
5. Any remaining property and assets of the Company, not otherwise provided for, will be distributed among the Members in accordance with their respective rights and interests.
6. There are no suits pending against the Company in any court.

IN WITNESS WHEREOF, the undersigned, being a majority of the Members of Ten-8 Software Solutions, LLC, have executed these Articles of Dissolution as of the 25th day of March, 2009.

**TEN-8 SOFTWARE SOLUTIONS, LLC, a Florida
limited liability company**

AMERICAS MEDIA SERVICES, LLC, Member

By: _____

Jani Gonzalez de Cuono, Manager

BRUCE BERG, Member

JARED PETRELLI, Member