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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

J. SAULSBERRY
EXAMINER

AUG 11 2011

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Valiani North America, 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:

Joyce Simoneau, Paralegal

(Name of Person)

Miller & Martin PLLC

(Firm/Company)

1170 Peachtree Street NE, Suite 800

(Address)

Atlanta, GA 30309

(City/State and Zip Code)

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For further information concerning this matter, please call:

Joyce Simoneau

(Name of Person)

at (404) 962-6150

(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 &
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(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
VALIANI NORTH AMERICA, LLC
a Florida limited liability company

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TALLAHASSEE, FLORIDA

Article 1.

The name of the limited liability company is: VALIANI NORTH AMERICA, LLC (the "Company").

Article 2.

The Articles of Organization were filed on March 3, 2008 and assigned document number L08000022438.

Article 3.

Dissolution of the Company was approved by its sole member on August 8, 2011. The effective date of the Company's dissolution is upon the filing of these Articles of Dissolution with the Florida Secretary of State.

Article 4.

The description of the occurrence that resulted in the Company's dissolution pursuant to Section 608.441, Florida Statutes, was upon the written consent of all of the members of the Company.

Article 5.

All debts, obligations and liabilities of the Company have been paid or discharged, or adequate provision has been made therefore pursuant to Section 608.441, Florida Statutes.

Article 6.

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

Article 7.

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.

Article 8.

Signatures of the members submitted by facsimile transmission will be valid and binding for all purposes. These Articles of Dissolution may be executed in counterparts, each of which when executed and delivered, shall be deemed to be an original and shall constitute one and the same instrument.

Signatures on following page ---

IN WITNESS WHEREOF, the undersigned sole member of the Company, having the percentage of membership interest necessary to approve the dissolution, has executed these Articles of Dissolution as of the 8th day of August, 2011.

MEMBER:

VALIANI S.R.L.

By: 

Nico Valiani, Vice President

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