

8/25/2021

Division of Corporations

L 18000196732

Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850)617-6383

From:

Account Name : WARD, DAMON & POSNER, P.A.
Account Number : 072262000447
Phone : (561)842-3000
Fax Number : (561)842-3626

**LLC DISSOLUTION OR WITHDRAWAL
RAFAEL HEALTHCARE SOLUTIONS LLC**

Certificate of Status	0
Certified Copy	0
Page Count	05
Estimated Charge	\$25.00

AUG 26 2021

A. LUNT

aseligman@warddamon.com

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COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Rafael Healthcare 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:

Adam R. Seligman, Esq.
(Name of Person)
Ward Damon
(Firm/Company)
4420 Beacon Circle
(Address)
West Palm Beach, Florida 33407
(City/State and Zip Code)

For further information concerning this matter, please call:

Adam R. Seligman, Esq. at (561) 842-3000
(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)
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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

FILING FEE: \$25.00

FILED
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DIVISION OF CORPORATION
2021 AUG 25 AM 10:17

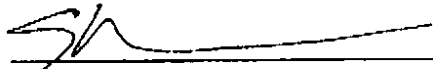
ARTICLES OF DISSOLUTION
FOR
A LIMITED LIABILITY COMPANY

1. The name of a limited liability company is Rafael Healthcare Solutions LLC.
2. The Articles of Organization were filed on and assigned document number L18000196732.
3. The delayed effective date the dissolution if not effective on the date of filing:
N/A.
4. A description of occurrence that resulted in the limited liability company's dissolution pursuant to section 605.0707, Florida Statutes:

Dissolution was approved by unanimous consent of the members of the Company.
The number of votes cast for dissolution was sufficient for approval in accordance
with the terms of the Articles of Organization and/or Operating Agreement of the
Company.

5. If there are no members, enter the name and address of the person appointed to wind up the company's activities and affairs: n/a
6. Signature of an authorized person or if there are no members, the signature of the person appointed and listed above to wind up the company's activities and affairs:

Rafael Healthcare Solutions LLC

By: 
Harold Matheson, Member

**WRITTEN CONSENT OF THE SOLE DIRECTOR
AND A MAJORITY OF THE MEMBERS IN
LIEU OF SPECIAL MEETING OF THE MEMBERS
PURSUANT TO §605.04073 OF THE
FLORIDA REVISED LIMITED LIABILITY COMPANY ACT**

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The undersigned, being the sole member in **Rafael Healthcare Solutions LLC**, hereby takes the following actions by written consent in lieu of a Special Meeting of the Members:

RESOLVED, that the company be liquidated in accordance with the provisions of the Internal Revenue Code of 1954, as amended, and further

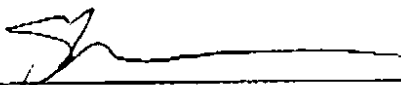
RESOLVED, that in accordance with such plan of liquidation, the member and the accountant for the company be and they hereby are authorized and directed to:

1. Transfer all of the remaining assets, if any, of the company to the members of the Company.
2. Distribute all the assets subject to any unpaid liabilities in reduction and cancellation of all the outstanding units of the company;
3. File Articles of Dissolution with the Secretary of State in Tallahassee, Florida;
4. File all other forms and documents required by the State of Florida and the Federal Government, including all requisite tax returns, as soon as possible after the distribution of the company assets; and
5. Provide for the payment of any indebtedness owed by the company to any creditors or lienors.

FURTHER RESOLVED, that all actions taken on behalf of this Company by the managing member in connection with the foregoing determination to liquidate and dissolve the company, the possible sale or distribution of its assets, be and the same are hereby ratified and confirmed in all respects.

FURTHER RESOLVED, that for the purposes of facilitating the proving of this Consent as herein provided and for other purposes, this Consent may be executed simultaneously in any number of counterparts, each of which counterparts shall be deemed to be an original. Such counterparts together shall constitute but one and the same Consent.

DATED: August 23, 2021

By: 
Howard Matheson, sole Member
Harold

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