

LEGRANDE AND LEGRANDE, P.A.

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Florida Department of State, Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

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-08/15/01--01046--001  
\*\*\*\*\*25.00 \*\*\*\*\*25.00

RE: ARTICLES OF DISSOLUTION FOR MARKS ASSOCIATES, L.C.  
A FLORIDA LIMITED LIABILITY COMPANY

Ladies/Gentlemen:

Enclosed is the firm check for \$25.00 submitted as payment for filing the above articles.

Sincerely,

LeGrande & LeGrande, P.A.

*Ray LeGrande*

J. L. "Ray" LeGrande

JLL/bg

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**ARTICLES OF DISSOLUTION  
FOR MARKS ASSOCIATES, L.C.,  
A FLORIDA LIMITED LIABILITY COMPANY**

1. The name of the limited liability company is Marks Associates, L.C.
2. The effective date of the limited liability company's dissolution is August 31, 2001.
3. A description of the occurrence that resulted in the limited liability company's

dissolution pursuant to section 608.441 Florida Statutes:

The written consent of all the members of the limited liability company.

4. All debts and liabilities of the limited liability company have been paid or discharged.
5. All remaining property and assets have been distributed among its members in accordance with their winding-up agreements. (attached)
6. There are no suits pending against the company in any court.

Signatures of all the members:

Mary Lou Marks  
Mary Lou Marks

Melvin King  
Melvin King

LeGRANDE & LeGRANDE, P.A.  
DEFINED BENEFIT PENSION PLAN  
AND TRUST

Barbara LeGrande  
Barbara LeGrande, Trustee

Thomas Marks  
Thomas Marks

Charlotte Mack King  
Charlotte Mack King

J. L. "Ray" LeGrande  
J. L. "Ray" LeGrande, Trustee

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**MARKS ASSOCIATES, L.C.**

**AGREEMENT FOR WINDING UP OF COMPANY  
AFFAIRS AND DISTRIBUTION OF FUNDS**

1. **INTRODUCTION.** Marks Associates, L.C. filed its original "Articles of Organization" with the Florida Department of State on November 5, 1992. It filed "Amended And Restated Articles of Organization" on August 2, 1994.
2. **SALE OF PROPERTY.** The Company has sold all of its holdings with the exception of the Hunter property. The Hunter property is now under contract of sale for \$40,000.
3. **WINDING UP.** Upon the sale of this property, it is the intent of the parties to wind up the business of the company and to terminate its existence with the State of Florida. This Agreement is executed to expedite the process.
4. **DISTRIBUTION OF SALE PROCEEDS-MORTGAGE.** There is currently an outstanding mortgage against the Hunter Property held by Thomas and Mary Lou Marks and LeGrande & LeGrande Pension Plan and Trust in the amount of \$19,035.48. This amount will be distributed to these creditors at closing. After closing costs the approximate proceeds balance to the company will be \$19,927.51.
5. **DISTRIBUTION OF SALE PROCEEDS--LOANS.** The following outstanding operational loans exist: Thomas and Mary Lou Marks, \$4,000; LeGrande & LeGrande Pension Plan and Trust, \$4,000; and Mel and Charlotte King, \$4000. Upon receipt of funds from the sale, the Treasurer will disperse these amounts, which should leave a balance of approximately \$7,927.51.
6. **REMAINING FUNDS.** This sale proceeds balance of \$7,927.51 will be deposited in the company account which currently has a balance of \$2,676.79, thus constituting a total of \$10,604.20 (subject to outstanding bills, etc.). On recommendation of the company accountant these funds will remain until any remaining debts, if any, are paid and the books are ready for closing and a partial year tax return prepared. After all winding up and accounting, notwithstanding any other provision to the contrary, the remaining balance will be divided one-third each to (1) Tom and Mary Lou Marks (2) Mel and Charlotte King and (3) LeGrande & LeGrande Pension Plan and Trust.
7. **WINDING UP.** The following actions are contemplated as a part of the process of winding up the company.
  - A. Accountant will close books and prepare partial year tax return for filing.
  - B. Accountant will prepare K-1 forms for distribution to members.
  - C. Final payment of accountant's fees.

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- D. Documents with fees will be filed with the State of Florida terminating the company.
- E. City officials will be notified to change water service. Check to determine if there is a water deposit.
- F. Outstanding judgments will be assigned to LeGrande & LeGrande in trust for company members. There are two outstanding judgments in the amount of \$ 202<sup>00</sup> and \$ 1,134<sup>00</sup>.
8. **RECORDS.** Records will be retained for a three year chronological period as required for IRS purposes. As each period passes the records may be destroyed without further consultation with the members.
9. Signatures of the parties to separate copies of this agreement when joined shall collectively constitute an agreement as if all signatures were on a single document.

IN WITNESS WHEREOF, the undersigned members have made and subscribed this agreement at Lee County, Fort Myers, Florida this 7<sup>th</sup> day of June, 2001.

Mary Lou Marks  
Mary Lou Marks

Thomas Marks  
Thomas Marks

Mack King  
Mack King

Charlotte Mack King  
Charlotte Mack King

LeGRANDE & LeGRANDE, P.A.  
DEFINED BENEFIT PENSION PLAN  
AND TRUST

Barbara LeGrande  
Barbara LeGrande, Trustee

J. L. "Ray" LeGrande  
J. L. "Ray" LeGrande, Trustee

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