

M65032

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

C. Conclusions

CONFIDENTIAL AUG 22 2008

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Dissolution of Profit Corporation, Total Orthopedics, Inc.

DOCUMENT NUMBER: M65032

The enclosed **Articles of Dissolution** and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

David M. Knight

(Name of Contact Person)

Total Orthopedics, Inc.

(Firm/Company)

355 Chambord Terrace

(Address)

Palm Beach Gardens, FL 33410

(City/State and Zip Code)

For further information concerning this matter, please call:

David M. Knight

(Name of Contact Person)

at (561) 676-0611

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- ☒ \$35 Filing Fee ☐ \$43.75 Filing Fee & Certificate of Status ☐ \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed) ☐ \$52.50 Filing Fee, Certificate of Status & Certified Copy (Additional copy is enclosed)

MAILING ADDRESS:

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

STREET ADDRESS:

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

ARTICLES OF DISSOLUTION

Pursuant to section 607.1403, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST: The name of the corporation as currently filed with the Florida Department of State:

Total Orthopedics, Inc.

SECOND: The document number of the corporation (if known): M65032

THIRD: The date dissolution was authorized: 7/29/08

Effective date of dissolution if applicable: 7/31/08

(no more than 90 days after dissolution file date)

FOURTH: Adoption of Dissolution (CHECK ONE)

☒ Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.

☐ Dissolution was approved by the shareholders through voting groups.

The following statement must be separately provided for each voting group entitled to vote separately on the plan to dissolve:

The number of votes cast for dissolution was sufficient for approval by

(voting group)

Signature: _____

(By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary)

David M. Knight

(Typed or printed name of person signing)

Director

(Title of person signing)

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MINUTES OF THE MEETING
OF THE BOARD OF DIRECTORS

OF

Total Orthopedics, Inc.

A meeting of the Board of Directors of TOTAL ORTHOPEDICS, INC. was held by the Members of the Board as named in the Articles of Incorporation, on the July 29, 2008.

All of the Directors waived notice of the time, place and purpose of the meeting and consented to the transaction of such business as might come before it.

David M. Knight, Chairman of this Corporation, presided. The Chairman, on motion duly made, seconded and carried, the Board of Directors elected to dissolve the corporation of Total Orthopedics, Inc. effective July 31, 2008.

There being no further business to come before the meeting, and upon motion duly made, seconded and carried, the meeting was thereupon adjourned.

CORRECT:


Board of Directors, Member

APPROVED:


Chairman of the Board