

NO10000007696

CORPORATION(S) NAME

Miramar Business Center Owners' Association, Inc.

FILED
2002 OCT 18 PM 1:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

<input type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> Nonprofit		
<input type="checkbox"/> Foreign	<input checked="" type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Mark
	<input type="checkbox"/> Reinstatement	
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> LLC	<input type="checkbox"/> Name Registration	<input type="checkbox"/> Change of RA
	<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> UCC
<input type="checkbox"/> Certified Copy	<input type="checkbox"/> Photocopies	<input type="checkbox"/> CUS
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
<input type="checkbox"/> Mail Out		

PROCESSED
02 OCT 18 PM 12:44
DIVISION OF CORPORATION

Name _____
Availability _____
Document _____
Examiner _____
Updater _____
Verifier _____
W.P. Verifier _____

10/18/02

Order#: 5628226

Ref#: **C. Coulllette** OCT 18 2002

Amount: \$ _____

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-10/18/02--01042--016
*****35.00 *****35.00

ARTICLES OF DISSOLUTION

Pursuant to section 617.1403, Florida Statutes, this Florida not for profit corporation submits the following Articles of Dissolution:

FIRST: The name of the corporation is Miramar Business Center Owners' Association, Inc.

SECOND: Adoption of dissolution
(Complete Section I or II)

SECTION I

If the corporation has members entitled to vote:

The date of the meeting of members at which the resolution to dissolve was adopted was

Oct. 15, 2002

(CHECK ONE)

☐ The number of votes cast for dissolution was sufficient for approval.

☒ The resolution was adopted by written consent and executed in accordance with 617.0701, Florida Statutes.

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SECTION II

If the corporation has no members or members with voting rights:

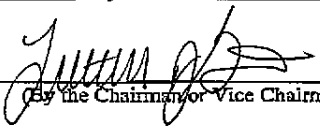
The corporation has no members or members with voting rights.

The date of adoption of the resolution by the board of directors was _____.

The number of directors in office was _____ and the vote for the resolution was _____ for and _____ against.

Signed this 15th day of October, 2002.

Signature


(By the Chairman or Vice Chairman of the Board, President or other officer)

TIMOTHY J. GUNTER

SECRETARY
Typed or printed name

Title

**OFFICER'S CERTIFICATE
OF COMPLIANCE OF
MIRAMAR BUSINESS CENTER OWNERS' ASSOCIATION, INC.**

The undersigned is a duly appointed officer of Miramar Business Center Owners' Association, Inc., a Florida nonprofit corporation (the "Corporation"), and is delivering this Certificate in accordance with Section 617.1406(4) of the Florida Not For Profit Corporation Act (the "Act").

Attached hereto as Exhibit A is a true and correct copy of the Plan of Complete Liquidation and Distribution of the Corporation that was duly adopted by the Board of Directors and the sole member of the Corporation on October 15, 2002.

IN WITNESS WHEREOF, the undersigned has executed this certificate this 15th day of October, 2002.

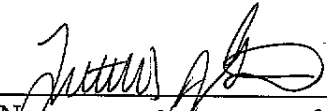

Name: TIMOTHY J. GUNTER
Title: SECRETARY

EXHIBIT A

PLAN OF COMPLETE LIQUIDATION AND DISTRIBUTION OF MIRAMAR BUSINESS CENTER OWNERS' ASSOCIATION, INC.

This Plan of Complete Liquidation and Distribution (this "Plan") is for the purpose of effecting the dissolution of Miramar Business Center Owners' Association, Inc., a Florida nonprofit corporation (the "Corporation"), and the complete liquidation of its remaining assets, in accordance with the Florida Not For Profit Corporation Act (the "Act"), as follows:

1.

The Plan shall become effective upon its adoption by the Board of Directors and the sole member of the Corporation; provided, however, that for accounting purposes, the liquidation and distribution shall be deemed to have taken effect as of September 30, 2002.

2.

The officers of the Corporation shall deliver Articles of Dissolution to the Department of State of Florida in accordance with Section 617.1403 of the Act and shall file a copy of this Plan along with an officer's certificate of compliance with the Department of State of Florida in accordance with Section 1617.1406 of the Act.

3.

Upon the filing of the Articles of Dissolution by the Department of State of Florida, the Corporation shall not engage in any business activities, except those appropriate to wind up and liquidate its business and affairs, including: (i) collecting its assets; (ii) disposing of its properties that will not be distributed in kind in accordance with this Plan; (iii) discharging or making provision for discharging its liabilities; (iv) distributing its remaining property in accordance with this Plan; and (v) doing every other act necessary to wind up and to liquidate the business and affairs of the Corporation. The Board of Directors and the officers of the Corporation shall continue in office solely for the purpose of such winding up and liquidation.

4.

When all debts, liabilities and obligations of the Corporation have been paid and discharged, or adequate provision has been made therefor, and all of the remaining property and assets of the Corporation have been distributed in accordance with Section 617.1406 of the Act, the Board of Directors and the officers of the Corporation shall take all proper proceedings in the manner provided by law to dissolve the Corporation. They shall execute and file final tax returns of the Corporation, if required, and execute and file

all other returns, documents and information required to be filed by reason of the complete liquidation of the Corporation.

5.

The Board of Directors and the officers of the Corporation shall carry out and consummate the Plan and may adopt all resolutions, execute all documents, file all papers, and take any and all other actions they deem necessary or desirable for the purpose of effecting the dissolution of the Corporation and the complete liquidation of its business, assets and affairs.