

ND6641

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(Address)

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(City/State/Zip/Phone #)

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(Business Entity Name)

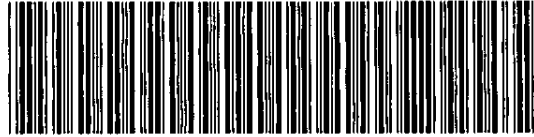
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14 MAY - 1 AM 11:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

C. LEWIS

MAY 2 2014

EXAMINER

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Boca Greens Country Club, Inc.

DOCUMENT NUMBER: N06641

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

Please return all correspondence concerning this matter to the following:

MARK D. McWilliams, Esq.
(Name of Contact Person)

HINMAN HOWARD & KATTELL, LLP
(Firm/Company)

4600 N. Ocean Blvd. - Suite 206
(Address)

Baynton Beach, FL 33435
(City/State and Zip Code)

For further information concerning this matter, please call:

MARK McWilliams at (561) 276-1008
(Name of Contact Person) (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

①
TO BE
FILED
FIRST

APPROVED
AND
FILED

14 MAY -1 AM 11:01

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF DISSOLUTION

Pursuant to section 617.1403, Florida Statutes, this Florida non-profit corporation submits the following Articles of Dissolution:

FIRST: The name of the corporation is: BOCA GREENS COUNTRY CLUB, INC.

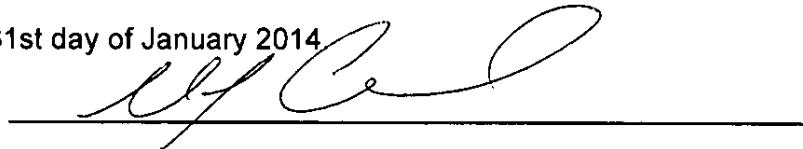
SECOND: The document number for this non-profit corporation is N06641

THIRD: Adoption of Dissolution - Dissolution was approved by the unanimous vote of all Members executed in accordance with Section 617.0701, and the Plan of Adoption of the Resolution by the Board of Directors was December 31, 2013. The corporation shall reincorporate as a for-profit corporation.

FOURTH: The effective date of the dissolution is January 31, 2014.

Signed this 31st day of January 2014

Signature



MICHAEL S ARMEL
(Typed or printed name)

Director

PSL
(Title)

APPROVED
AND
FILED

14 MAY -1 AM 11:01

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**PLAN OF DISSOLUTION AND DISTRIBUTION OF ASSETS
OF**

BOCA GREENS COUNTRY CLUB INC (501(c)(7))

The Board of Directors of Boca Greens Country Club, Inc. (Corporation), at a special meeting duly convened on the 31st day of January, 2014, pursuant to notice given in accordance with the applicable law, by a unanimous vote and quorum being present at all times, having considered the advisability of voluntarily dissolving the non-profit corporation; and converting to a for-profit corporation, and it being the unanimous opinion of the Board that dissolution is advisable and in the best interests of the corporation, and the Board having adopted, by unanimous vote, a plan for a voluntary dissolution of the corporation, and the re-incorporation as a for-profit, does hereby resolve that the corporation be dissolved in accordance with the following plan:

1. Upon resolution of the Board of Directors adopting this plan of dissolution, and based upon the unanimous written consent of the Board, the plan of dissolution will be accepted.
2. The assets owned by the corporation subject to any unpaid liabilities of the Corporation shall be distributed to Boca Greens Country Club Inc., a for-profit corporation.
3. The Corporation shall reincorporate as a for profit entity with the same name, assets and liabilities.
4. In accordance with Florida Statutes §617.1405 and §617.01201 the legal name of the non-profit (BOCA GREENS COUNTRY CLUB, INC.) is hereby immediately available for assumption and use by the For Profit Corporation (BOCA GREENS COUNTRY CLUB, INC.)

I, Michael Armel, President of the Boca Greens Country Club Inc., hereby certify under penalties of perjury that a special meeting of the Board of Directors of the Corporation was duly held at and passed by a unanimous vote of the Directors who are also members of the Corporation.



PRESIDENT

**AFFIDAVIT OF ASSUMPTION OF CORPORATE NAME
FLA. STAT. 617.1405(4)**

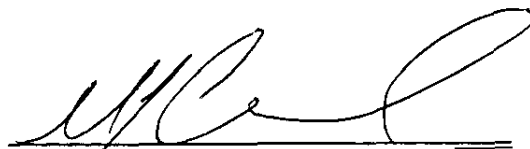
STATE OF FLORIDA)
) SS.
COUNTY OF PALM BEACH)

BEFORE ME, the undersigned authority, this day personally appeared Michael Armel, who
being duly sworn, on oath deposes and says:

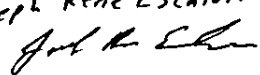
1. My name is Michael Armel and I reside at 19642 Trophy Drive, Boca Raton, FL
2. Affiant is the President of the non-profit corporation known as BOCA GREENS
COUNTRY CLUB, INC.
3. BOCA GREENS COUNTRY CLUB, INC. voted to dissolve the non-profit
corporation, and re-incorporate as a for-profit corporation under Florida law.
4. Affiant is making this Affidavit to allow immediate assumption of the non-profit
name (BOCA GREENS COUNTRY CLUB, INC.) to be used by the newly formed for profit
corporation BOCA GREENS COUNTRY CLUB, INC.
5. Affiant is making this Affidavit in accordance with Florida Statutes §617.1405(4).

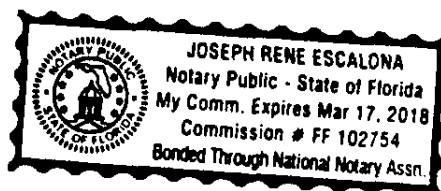
Under penalties of perjury, I declare that I have read the forgoing Affidavit and that the facts
stated in it are true.

Dated this 31st day of January 2014.

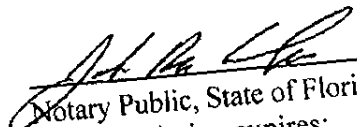


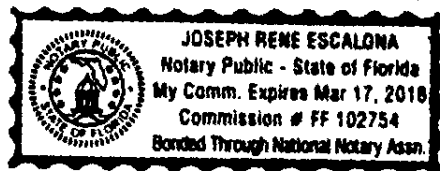
Affiant, Michael Armel

notary Joseph Rene Escalona
notary sig: 
State of Florida
County of Orange
Date: 4/25/14
Exp. 3/17/2018
Commission # FF102754




Before me, the undersigned authority, being sworn to and subscribed to before me on this 31st day of January, 2014, by Michael Armel, who is personally known to me says that he has read the forgoing return and has personal knowledge of the facts alleged and matters set forth and that each and all of these facts are true and accurate.


Notary Public, State of Florida *Joseph Rene Escalona*
My commission expires:
03-17-2018



COUNTY OF ~~PALM BEACH~~ ^{Orange}

The foregoing instrument was acknowledged before me this 31st day of January 2014 by Michael Scott Arnel, who is personally known to me or who has produced FLDL# A654557680268 as identification and who did (did not) take an oath.


Notary Public, State of Florida Joseph Rene Escalona
My commission expires:
03/17/2018

