

ND7000006758

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

cc/cus
Ant. Diss
w/notice

JAN 08 2015

I ALBRITTON

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Grand Panama Beach Resort Office Condominium Association, Inc.

DOCUMENT NUMBER: N07000006758

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

Please return all correspondence concerning this matter to the following:

J. Fred Kingren

(Name of Contact Person)

Hand Arendall LLC

(Firm/Company)

2001 Park Place N., Ste. 1200

(Address)

Birmingham, AL 35203

(City/State and Zip Code)

For further information concerning this matter, please call:

J. Fred Kingren

at (205)

502.0141

(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

* Also enclosed are (a) a Notice of Corporate Dissolution and (b) a Certificate of Authentication and Compliance by Bryan A. Corr. Sr., in his capacity as President of the above-named corporation, in accordance with the requirements of Section 617.1406(4), Florida Statutes. Said Certificate contains a copy of the Plan of Distribution of Assets of the above-named corporation that is intended to be a plan providing for the distribution of the above-named corporation's assets under Section 617.1406, Florida Statutes.

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 as currently filed with the Florida Department of State:

Grand Panama Beach Resort Office Condominium Association, Inc.

SECOND: The document number of the corporation (if known): N07000006758

THIRD: Adoption of Dissolution
(COMPLETE SECTION I OR II)

SECTION I

If the corporation has members entitled to vote:

(CHECK/COMPLETE ONE)

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

_____. The number of votes cast by the members was sufficient for approval.

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

SECTION II

If the corporation has no members or members entitled to vote on the dissolution:

The corporation has no members or members entitled to vote on the dissolution.

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

The number of directors in office was _____ and the vote for resolution was _____ for and _____ against. (Must be a majority vote)

FOURTH Effective date of dissolution, if applicable: Not applicable

(no more than 90 days after dissolution file date)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

Signature: Bryan A. Carr, Sr.

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

Bryan A. Carr, Sr.

(Typed or printed name of person signing)

President

(Title of person signing)

Filing Fee: \$35

FILED
2015 DEC 31 AM 10:00
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

Notice of Corporate Dissolution

This notice is submitted by the dissolved corporation named below for resolution of payment of unknown claims against this corporation as provided in s. 617.1407, F.S.

This "Notice of Corporate Dissolution" is optional and is not required when filing a voluntary dissolution.

Name of Corporation: Grand Panama Beach Resort Office Condominium Association, Inc.

Date of dissolution will be the date the dissolution is filed with the Department of State or as specified in the Articles of Dissolution.

Description of information that must be included in a claim:

Any claim against the above-named corporation must be presented in writing and must contain sufficient information to reasonably inform said corporation of the identity of the claimant and the substance of the claim. All claims must be sent to said corporation c/o J. Fred Kingren, Hand Arendall LLC, 2001 Park Place North, Suite 1200, Birmingham, Alabama 35203.

Mailing address where claims can be sent: (Claims cannot be sent to the Division of Corporations)

J. Fred Kingren

Hand Arendall LLC

2001 Park Place North, Suite 1200

Birmingham, Alabama 35203

A claim against the above named corporation will be barred unless a proceeding to enforce the claim is commenced within 4 years after the filing of this notice.

Bryan A. Cox, Sr., as President of Grand Panama Beach Resort Office Condominium Association, Inc.

Printed Name of the Person Filing



Signature of the Person Filing

Fee: No charge if included with Articles of Dissolution. If filed separately \$35.00

**CERTIFICATE
of
AUTHENTICATION AND COMPLIANCE**

The undersigned, Bryan A. Corr, Sr., hereby certifies that he is the duly elected, qualified, and acting President of Grand Panama Beach Resort Office Condominium Association, Inc., a Florida not for profit corporation (the "**Association**"), and that, as such, he is familiar with the facts herein certified and is duly authorized to certify same, and hereby further certifies pursuant to Section 617.1406(4), Florida Statutes, as follows:

1. Attached hereto as **Exhibit A** is a true, correct, and complete copy of the Plan of Distribution of Assets of the Association (the "**Plan**") as in full force and effect on the date hereof. The Plan is intended to be a plan providing for the distribution of the Corporation's assets under Section 617.1406, Florida Statutes.

2. The Plan was adopted and approved by the Association in compliance with the requirements of Section 617.1406(1), Florida Statutes, as follows:

(a) the Association's Board of Directors approved and adopted a resolution recommending the approval and adoption of the Plan and directing its submission to a vote of the Association's sole member pursuant to an Action by Unanimous Written Consent in Lieu of Special Meeting of the Board of Directors of the Association dated December 21, 2015; and

(b) the Association's sole member approved and adopted the Plan pursuant to an Action by Written Consent in Lieu of Special Meeting of the Sole Member of the Association dated December 21, 2015.

IN WITNESS WHEREOF, the undersigned has executed and delivered this Certificate of Authentication and Compliance on this 21st day of December, 2015.



Bryan A. Corr, Sr.

EXHIBIT A

PLAN OF DISTRIBUTION OF ASSETS
of
GRAND PANAMA BEACH RESORT
OFFICE CONDOMINIUM ASSOCIATION, INC.

THIS PLAN OF DISTRIBUTION OF ASSETS (this "**Plan**") is intended to provide for the distribution of the assets of Grand Panama Beach Resort Office Condominium Association, Inc., a Florida not for profit corporation (the "**Association**"), upon the dissolution of the Association. The Association is being dissolved under Section 617.1402 et seq. and Section 718.117, Florida Statutes, in connection with the termination of the Declaration of Condominium for Grand Panama Beach Resort Office Condominium, which was recorded on June 29, 2007, at Official Records Book 2942, Page 234 of the Public Records of Bay County, Florida (the "**Public Records**"), and amended by documents recorded on February 2, 2012, at Official Records Book 3383, Page 989 and Official Records Book 3383, Page 999 of the Public Records (collectively, the "**Declaration of Condominium**"), pursuant to the terms and provisions of the Certificate and Plan of Termination of the Declaration of Condominium for Grand Panama Beach Resort Office Condominium, which was recorded on June 30, 2015, at Official Records Book 3711, Page 1587 of the Public Records (the "**Termination Plan**").

1. Articles of Dissolution; Effective Date. The Association shall file with the Department of State of the State of Florida articles of dissolution in accordance with Section 617.1403, Florida Statutes. This Plan shall be effective as of the time the articles of dissolution are filed (the "**Effective Date**").

2. Cessation of Business Activities. In connection with the Termination Plan, the Association ceased conducting its affairs except to the extent appropriate to wind up and liquidate its affairs, including, but not limited to, (a) collecting its assets; (b) discharging or making provision for discharging its liabilities; (c) distributing its remaining property in accordance with the Termination Plan; and (d) doing every other act necessary to wind up and liquidate its affairs.

3. Plan of Distribution. The Association, in its capacity as the Termination Trustee under the Termination Plan, has (a) paid, discharged, or otherwise made adequate provision for all known debts and liabilities of the Association; and (b) distributed all Condominium Property, Association Property, Common Surplus, and other assets of the Association to Corr Properties I, LLC, a Florida limited liability company ("**Corr**"), which is the sole member of the Association. To the extent there is any remaining property, the Association shall distribute such property to Corr. Capitalized terms used in this Section 3 without definition in this Plan shall have the meanings ascribed to them in the Declaration of Condominium.

4. Distribution of Assets Under Section 617.1406, Florida Statutes. It is intended that this Plan shall be a plan providing for the distribution of the Association's assets under Section 617.1406, Florida Statutes.

5. Authorization. Each of the officers of the Association is hereby authorized, directed, and empowered without further action by the Association's Board of Directors or sole member, to execute and deliver any and all further certificates, instruments, and documents, and to take any and all actions, in the name and on behalf of the Association, as such officer, in his or her sole discretion, may deem necessary, desirable, advisable, or appropriate to consummate, effectuate, carry out, or further the distribution of the assets of the Association in accordance with this Plan and to do every other act necessary to wind up and liquidate the affairs of the Association, the execution and delivery of any such certificate, instrument, or document or the taking of any such action to constitute conclusive evidence that the same is authorized hereby.

DATED: December 21, 2015.