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SECRETARY OF STATE OF STATE OF CORPORATION OF CORPO

diss C.COULLIETTE

AUG 3 1 2011

EXAMINER



121 Alhambra Plaza, 10th Floor Coral Gables, Florida 33134 Phone: (305) 262-4433 Fax: (305) 442-2232

ADMINISTRATIVE OFFICE

3111 STIRLING ROAD FORT LAUDERDALE, FL 33312 954,987,7550

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MELBOURNE*

August 25, 2011

Reply To: Coral Gables David H. Rogel, Esq. drogel@becker-poliakoff.com

VIA REGULAR MAIL

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

Re: Dissolution of La Playa De Varadero III Motel Condominium Association, Inc.

Dear Sir/Madame:

Enclosed are the following:

1. Articles of Dissolution and La Playa's check for \$35.00 made payable to the Secretary of State:

 Resolution of Members of La Playa De Varadero III Approving Dissolution of Corporation and Approving Plan of Termination;

3. Plan of Distribution.

If you require anything else, please contact my office. Thank you.

Sincerély

David HXBOG

For the Firm

DHR/lev Enclosures

La Playa De Varadero III Motel condominium Association, Inc.

ACTIVE: L05493/217137:3470451_1

U.S. & GLOBAL OFFICES

NEW YORK, NEW YORK

WASHINGTON, D.C.

MORRISTOWN, NEW JERSEY

RED BANK, NEW JERSEY

PRAGUE, CZECH REPUBLIC

*by appointment only

ARTICLES OF DISSOLUTION

OF

LA PLAYA DE VARADERO III MOTEL CONDOMINIUM ASSOCIATION, INC.

ARTICLE I

The name of the corporation is La Playa De Varadero III Motel Association, Inc.

ARTICLE II

The dissolution was authorized on August 24, 2011.

ARTICLE III

The dissolution was approved by more than a majority of all of the members and all of the directors of the corporation. This amount is in excess of the amount required for approval. There are no voting groups.

ARTICLE IV

The dissolution shall be effective upon filing with the Secretary of State.

Executed this 24th day of August, 2011.

LA PLAYA DE VARADERO III MOTEL CONDOMINIUM ASSOCIATION, INC.

By: Nulliam Lillycrop, Fresident

ACTIVE: L05493/217137:3433426_1



RESOLUTION OF MEMBERS OF LA PLAYA DE VARADERO III APPROVING DISSOLUTION OF CORPORATION AND APPROVING PLAN OF TERMINATION

Whereas, the Board of Directors of La Playa De Varadero III Motel Condominium Association, Inc. (La Playa III) has presented its recommendation that La Playa III be dissolved pursuant to the laws of the State of Florida, and

Whereas, the Board of Directors of La Playa III has presented its recommendation that the Plan of Distribution, a copy of which is attached hereto, be approved.

Now Therefore, Be It Resolved that La Playa III be dissolved pursuant to the laws of the State of Florida, that Articles of Dissolution be prepared and filed with the Department of State of the State of Florida, with notice of same to the Internal Revenue Service, and that such dissolution become effective upon such filing.

Be It Further Resolved, that the Plan of Distribution, a copy of which is attached hereto, is approved as established by the affirmative vote of a majority vote of the members of the La Playa III..

Adopted by the members of the Corporation at a duly called meeting on August 24, 2011.

William Lillycrop, President La Playa De Varadero III Motel Condominium Association, Inc.

ACTIVE: L05493/217137:3433465 1

PLAN OF DISTRIBUTION

LA PLAYA DE VARADERO III MOTEL CONDOMINIUM

ASSOCIATION, INC.

1. All liabilities and obligations of the corporation have been paid and discharged except as follows:

Becker & Poliakoff, PA

\$ 1,965.00

Tapia & Associates, P.A.

\$ 750.00

The sum of \$2,715.00 has been reserved and set aside to pay the listed obligations.

- 2. No assets are presently held by the corporation upon condition requiring return, transfer, or conveyance, which condition occurs by reason of the dissolution.
- 3. No assets are presently held by the corporation subject to limitations permitting their use only for charitable, religious, eleemosynary, benevolent, educational, or similar purposes.
- 4. The only remaining asset of the corporation is cash in the bank. The total amount of this cash is Thirty Six Thousand Seventy Dollars and 79/00 (\$36,070.79), including the amount reserved as set forth in paragraph 1. The Articles of Incorporation state that upon termination of the Condominium which was operated by the Association, the distributive share of each Unit Owner shall be determined in accordance with the provisions of the Declaration. Attached hereto is the Schedule of Assigned Shares set forth as Exhibit to the Declaration, which will set the percentage per unit applicable to the distribution of assets. Upon termination of the Plan of Distribution, each member will be paid from the funds of the Corporation pursuant thereto.
 - 5. Upon distribution as set out above, the corporation will have no remaining assets.
- 6. The officers of the corporation will execute and file with the Secretary of State of Florida Articles of Dissolution and file with the Internal Revenue Service appropriate notice of dissolution of the Corporation.
- 7. The foregoing Plan of Dissolution was adopted in compliance with the provisions of Section 617.1406(1), Florida Statutes.

Authenticated By:

William Lillycrop, President

ACTIVE: L05493/217137:3433557_2

La Playa de Varadero Percentage of Ownership - Recorded Docs Amended

\$ 37,700.79

Payment w/o	C-1
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11!A					Payment w/o C-1			
Unit		Current Unit						
Count	Unit No.	Percentage	LPLA	Others		LPLA		Others
1	501	0.9931%	0.9931%		\$	374.39		
2	502	0.9931%		0.9931%			\$	374.39
3	503	0.9931%	0.9931%		\$	374.39		
4	504	0.9931%		0.9931%			\$	374.39
5	505	0.9931%	0.9931%		\$	374.39		
6	506	0.9931%	0.9931%		\$	374.39		
7	507	0.9931%		0.9931%	ŀ		\$	374.39
8	508	0.9931%		0.9931%			\$	374.39
9	509	0.9931%	0.9931%		\$	374.39		
10	510	0.9931%		0.9931%			\$	374.39
11	511	0.9931%	0.9931%		\$	374.39		
12	512	0.9931%	0.9931%		\$ \$ \$ \$ \$ \$ \$ \$ \$	374.39		
13	513	0.9931%	0.9931%		\$	374.39		
14	514	0.9931%	0.9931%		\$	374.39		
15	515	0.9931%	0.9931%		\$	374.39		
16	516	0.9931%	0.9931%		\$	374.39		
17	517	0.9931%	0.9931%		\$	374.39		
18	518	0.9931%	0.9931%		\$	374.39		
19	519	0.9931%		0.9931%			\$	374.39
20	520	0.9931%	0.9931%		\$	374.39		
21	621	0.9931%	0.9931%		\$	374.39		
22	622	0.9931%		0.9931%			\$	374.39
23	623	0.8745%	0.8745%		\$	329.70		
24	624	0.9931%	0.9931%		\$	374.39		
25	625	0.9931%	0.9931%		\$ \$ \$	374.39		
26	626	0.9931%	0.9931%		\$	374.39		
27	627	0.9931%		0.9931%			\$	374.39
28	628	0.9931%	0.9931%		\$	374.39		
29	629	0.9931%		0.9931%			\$	374.39
30	630	0.9931%	0.9931%		\$	374.39		
31	631	0.9931%	0.9931%		\$	374.39		
32	632	0.9931%		0.9931%			\$	374.39
33	633	0.9931%		0.9931%			\$	374.39
34	634	0.9931%	0.9931%		\$	374.39		
35	635	0.9931%	0.9931%	-	\$	374.39		
36	636	0.9931%	0.9931%		\$	374.39		
37	637	0.9931%		0.9931%			\$	374.39
38	638	0.9931%	0.9931%		\$	374.39		
39	639	0.9931%	0.9931%		\$	374.39		
40	640	0.9931%	0.9931%		\$ \$ \$	374.39		
41	701	0.9931%	0.9931%		\$	374.39		
42	702	0.8745%	0.8745%	}	\$	329.70		
43	703	0.9931%		0.9931%			\$	374.39
44	704	0.9931%	0.9931%	İ	\$	374.39		
45	705	0.8745%	0.8745%	1	\$ \$ \$	329.70		
46	706	0.9931%	0.9931%	1	\$	374.39		
47	707	0.9931%	0.9931%		\$	374.39		
48	708	0.9931%	0.9931%		\$	374.39		
49	709	0.9931%		0.9931%			\$	374.39
50	710	0.9931%	0.9931%		\$	374.39		
51	711	0.9931%		0.9931%	_		\$	374.39
52 50	712	0.9931%	0.9931%]	\$	374.39		
53	713	0.8745%	0.8745%		\$	329.70		
54	714	0.9931%	0.9931%		\$	374.39		
55 50	715	0.9931%	0.9931%		\$ \$ \$	374.39		
56	716	0.9931%	0.9931%	į	\$	374.39		
57	717	0.9931%	0.9931%		\$	374.39		

To	otal	1.00000	0.75411	0.24589	\$	28,430.42	\$	9,270.37
102	C-2	1.7613%	1.7613%		\$	664.01		
101	C-1		4 704004		۱,			
100	949	0.9931%		0.9931%			\$	374.39
99	948	0.8745%		0.8745%			\$	329.70
98	947	0.9931%	0.9931%	0.0=455:	\$	374.39	_	
97	946	0.9931%	0.9931%		\$	374.39		
96	945	0.9931%	0.9931%		\$	374.39		
95	944	0.9931%	0.9931%		\$	374.39		
94	943	0.9931%	0.9931%		\$	374.39		
93	942	0.9931%	0.9931%		\$	374.39		
92	941	0.9931%	0.9931%		\$	374.39		
91	940	0.9931%	0.9931%		\$	374.39		
90	939	0.9931%	0.9931%		\$	374.39		
89	938	0.9931%		0.9931%			\$	374.39
88	937	0.8745%	0.8745%		\$	329.70	_	
87	936	0.9931%		0.9931%		_	\$	374.39
86	935	0.8745%	0.8745%		\$	329.70		
85	934	0.9931%		0.9931%			\$	374.39
84	933	0.9931%	0.9931%		\$	374.39		
83	932	0.9931%	0.9931%		\$	374.39		
82	931	0.9931%	0.9931%		\$	374.39		
81	930	0.9931%	0.9931%		\$	374.39		
80	840	0.9931%	0.9931%		\$	374.39		
79	839	0.9931%	0.9931%		\$	374.39		
78	838	0.9931%		0.9931%			\$	374.39
77	837	0.9931%		0.9931%			\$	374.39
76	836	0.9931%	0.9931%		\$	374.39		
75	835	0.9931%	0.9931%		\$	374.39		
74	834	0.9931%	0.9931%		\$	374.39		
73	833	0.9931%		0.9931%			\$	374.39
72	832	0.9931%	0.9931%		\$	374.39		
71	831	0.9931%		0.9931%			\$	374.39
70	830	0.9931%	0.9931%		\$	374.39		
69	829	0.9931%	0.9931%		\$	374.39		
68	828	0.9931%	0.9931%		\$	374.39		
67	827	0.9931%	0.9931%		\$	374.39		
66	826	0.9931%	0.9931%		\$	374.39		
65	825	0.9931%	0.9931%		\$	374.39		
64	824	0.9931%	0.9931%		\$	374.39		
63	823	0.9931%	0.9931%		\$	374.39		
62	822	0.8745%	0.8745%		\$	329.70	Ŧ	-
61	821	0.8745%		0.8745%			\$	329.70
60	720	0.9931%	0.9931%		\$	374.39		
59	719	0.9931%	0.9931%		\$	374.39		
58	718	0.9931%	0.9931%		\$	374.39		

Percentage	100.00%	75.4107%	24.5893%	
				\$ 37,700.79
Units	101	76	25	