

N 96000006312

Trien & Associates

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Member: Society of
Telecommunications
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<input type="checkbox"/>	Domestication
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AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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99 AUG 18 AM 10:18
STATE OF FLORIDA
TALLAHASSEE

ARTICLES OF DISSOLUTION

OF

The undersigned, being the Chairperson of JVP Associates, Inc. a Florida non-profit corporation (the "Corporation"), desiring to dissolve the Corporation in accordance with section 617.1403, Florida Statutes, hereby submits the following Articles of Dissolution:

ARTICLE I

The name of the corporation is:

JVP Associates, Inc.

ARTICLE II

The dissolution was authorized by a meeting of State Board Directors on June 14, 1999.

ARTICLE III

The number of votes cast for dissolution was sufficient for approval. The number of directors in office was eight (8) and the vote for the resolution was eight (8) for, and zero (0) against, which constitutes all of the directors holding office, and entitled to vote. There are no other members or member entitled to vote.

ARTICLE IV

These articles of Dissolution shall be effective upon filing with the Secretary of State.

The undersigned Chairperson, for the purpose of dissolving JVP Associates, Inc., under the laws of the State of Florida, has executed these Articles of Dissolution this 14th of June 1999.

Chairperson:

Hugh T. Kelly

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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PLAN OF DISTRIBUTION OF ASSETS

OF

This Plan of Distribution is intended to affect the complete, voluntary dissolution of JVP Associates, Inc., a Florida non-profit corporation (the "Corporation"), and is being filed in accordance with section 617.1406 Florida Statutes.

Article I

This plan shall be effective on the date (the "Effective Date") on which is adopted by the affirmative vote of the voting members of the Corporation.

Article II

The Corporation and its proper officers shall proceed to complete the following actions as promptly as they deem advisable:

The Corporation shall pay and discharge or make adequate provision for the payment and discharge of all debts, expenses, taxes, and liabilities of the Corporation.

The Corporation will wind up its business and affairs and complete the formal dissolution of the Corporation pursuant to section 617.1403 Florida Statutes.

Article III

Chairman Hugh O'Reilly, as heretofore authorized by vote of the Board of Directors, shall implement the provisions of this Plan and take such other actions, as he deems appropriate.

Article IV

It is intended that the implementation of this Plan shall be considered completed after payment of all outstanding obligations of the Corporation.

Article V

Upon completion of the Plan, the Corporation will have no assets and no cash remaining. All cash and assets will have been used to discharge all debts and liabilities. In the event that some cash remains after completion of the Plan, the remainder will be transferred to the national non-profit organization JVP Associates, Inc. a Delaware corporation.

Article VI

The foregoing constitutes the Plan of Distribution of the Corporation within the meaning of Florida law and was adopted by a majority vote of the Board of Directors on the 14th day of June 1999.