

305358958 THERREL BAI... PAGE 01/05
https://file.surbiz.org/scripts/efileovr.exe

P000011317

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H15000306938 3)))



H150003069383ABC2

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To: Division of Corporations
Fax Number : (850) 617-6380

From: Account Name : THERREL BAISDEN, P.A.
Account Number : I20140000065
Phone : (305) 371-5758
Fax Number : (305) 371-3178

**DISSOLUTION OR WITHDRAWAL
ROSS/CRAWFORD GROUP, INC.**

Certificate of Status	0
Certified Copy	0
Page Count	05
Estimated Charge	\$35.00

DEC 31 2015

WRITE

Electronic Filing Menu

Corporate Filing Menu

Help

FILED
15 DEC 30 AM 5:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
15 DEC 30 PM 3:50

FILED PAGE 02/05
HIS0003069383
15 DEC 30 AM 5:12

SECRETARY OF STATE
TALLAHASSEE FLORIDA

**ARTICLES OF DISSOLUTION
OF
ROSS/CRAWFORD GROUP, INC.,
a Florida corporation**

1. The name of the Corporation is ROSS/CRAWFORD GROUP, INC.
2. The name and address of its Officers is:

Gregory Ross Carrier	President and Secretary
25140 Marsh Landing Parkway	
Ponte Vedra Beach, FL 32082	

3. The name and address of the Director of the Corporation is:

Gregory Ross Carrier	Director
25140 Marsh Landing Parkway	
Ponte Vedra Beach, FL 32082	

4. All debts, obligations and liabilities of the Corporation have been paid or discharged or adequate provision has been made therefor.


5. All the remaining property and assets of the Corporation have been distributed to the Shareholders.

6. There are no actions pending against the Corporation in any court. Further, the Corporation has no intention of revoking this voluntary dissolution, and the Corporation's name is immediately available for use by any other corporation.

7. Dissolution of the Corporation was approved by the Shareholders as of the 30th day of December, 2015.

8. The dissolution was approved by the Shareholders and such vote was sufficient for dissolution. The Consent of the Shareholders to the Dissolution signed by the Shareholders is attached hereto as Exhibit "A".

Effective and Dated as of the 30th day of DECEMBER, 2015.


Gregory Ross Carrier, President

H15000306938 3

STATE OF FLORIDA)
) SS:
COUNTY OF Duval)

The foregoing instrument was acknowledged before me this 7 day of December, 2015 by Gregory Ross Carrier, as President and Director, who is personally known to me or who has produced _____ as identification.

Jennifer Murray
Notary Public, State of Florida at Large

Type/Print



My Commission Expires:

H15000306938 3

12/30/2015 15:50

3053589656

THERREL

PAGE 04/06

H15000306938 3

EXHIBIT A

**CONSENT OF THE SHAREHOLDERS
TO THE DISSOLUTION OF
ROSS/CRAWFORD GROUP, INC.,
a Florida corporation**

H15000306938 3

H150003069383

**JOINT WRITTEN ACTION OF
THE SOLE SHAREHOLDER AND DIRECTOR OF
ROSS/CRAWFORD GROUP, INC.,
a Florida corporation**

The undersigned, being the sole Shareholder and Director of **ROSS/CRAWFORD GROUP, INC.**, a Florida corporation, (hereinafter the "Corporation"), hereby take the following written actions in lieu of holding a meeting regarding same, all pursuant to the terms of the Florida Statutes:

BE IT RESOLVED:

1. That, the sole Shareholder and Director hereby approves and adopts the following Plan of Liquidation and Dissolution for the Corporation, to wit:

**PLAN OF LIQUIDATION
AND DISSOLUTION**

- 1) That, within thirty (30) days after the date of this meeting, Counsel or accountants for the Corporation shall file Form 966 with the District Director of the Internal Revenue Service, Southeast Region, Atlanta, GA 39901 attaching to such form a certified copy of this resolution, indicating that the stockholder and director adopt a plan of liquidation and dissolution.
- 2) That, the Corporation, by its duly authorized officers, may proceed to complete the sale of its property, if any, as an incident to the plan of liquidation and dissolution adopted by the stockholder and director pursuant to Sections 331, 453(h) and 453B(h) of the Internal Revenue Code of 1986, as amended.
- 3) That, the Corporation, by its duly authorized officers, within twelve (12) months after the date of this meeting, shall distribute all of the corporate assets, except those retained to meet corporate obligations (including unascertained or contingent liabilities and expenses), to the stockholders.
- 4) That, as soon as practical, but not later than twelve (12) months after the date of this meeting, Counsel for the Corporation shall file a certificate for the dissolution of the Corporation pursuant to Florida Statutes, and that the officers of this Corporation are hereby authorized to execute any and all documents to effectuate such dissolution.


H150003069383

5) That, the officers and the directors be and they are hereby empowered, authorized and directed to proceed in accordance with the resolution hereby adopted by the stockholders and directors, said officers and the directors being authorized to adopt subsequent resolutions to effectuate the intent of the stockholders and the directors to liquidate and dissolve the Corporation in accordance with a plan of liquidation and dissolution adopted pursuant to Sections 331, 453(h) and 453B(h) of the Internal Revenue Code of 1986, as amended.

2. That, the President of this Corporation be and is hereby authorized and empowered and directed to execute and deliver all documents and take all other actions, in his sole discretion, may determine to be necessary or desirable in order to effectuate the provisions of the Agreement, and such other documents as may be required to effectuate the Agreement and the foregoing resolutions, and to agree to such terms and conditions as may be necessary, any such determination to be conclusively evidenced by the execution of any such document or the doing of any such act; and

3. That, the Secretary of the Corporation be, and is hereby, authorized and empowered to attest the execution of any of the foregoing documents and to certify to the adoption of the foregoing resolutions as of the date hereof.

Dated as of DECEMBER 7, 2015.


Gregory Ross Carrier, sole shareholder and director