

12/25/2005 17:45:38 573548

Division of Corporations

ISAAC_MATZ C.P.A.

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P01000043603

Florida Department of State
Division of Corporations
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To:

Division of Corporations
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From:

Account Name : ISAAC MATZ P.A., C.P.A.
Account Number : I20040000029
Phone : (305) 573-6640
Fax Number : (305) 675-6200

05 DEC 27 AM 10:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATIONS

DISSOLUTION

ARDANAL, INC.

Certificate of Status	1
Certified Copy	0
Page Count	06
Estimated Charge	\$43.75

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Corporate Filing

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FAX AUDIT NUMBER: 4050002918383**ARTICLES OF DISSOLUTION**

Pursuant to section 607.1403, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST: The name of the corporation as currently filed with the Florida Department of State:
ARDANAL, INC.

SECOND: The document number of the corporation (if known): P01000043603

THIRD: The date dissolution was authorized: 12-23-05

Effective date of dissolution if applicable:
(no more than 90 days after dissolution file date)

FOURTH: Adoption of Dissolution (CHECK ONE)

☒ Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.

☐ Dissolution was approved by of the shareholders through voting groups.

The following statement must be separately provided for each voting group entitled to vote separately on the plan to dissolve:

The number of votes cast for dissolution was sufficient for approval by

(voting group)

Signed this 23RD day of DECEMBER, 2005

Signature: 

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

ISAAC MATZ

(Typed or printed name of person signing)

DIRECTOR

(Title of person signing)

Prepared By:
Isaac Matz, P.A., C.P.A.
2742 Biscayne Blvd.
Miami, FL 33137
Phone: (305) 573-6640
Fax: (305) 875-6200

FAX AUDIT NUMBER: 4050002918383

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TALLAHASSEE, FLORIDA

FAX AUDIT NUMBER: 4050002918383

ARTICLES OF DISSOLUTION

OF

ARDANAL, INC.

1. The name of this Corporation is ARDANAL, INC., which was duly Incorporated on May 1, 2001, in the State of Florida.
2. The name, title and post office address of each of the officers/directors of the Corporation is/are as follows:

Isaac Matz
Director
2742 Biscayne Blvd.
Miami, FL 33137
3. All debts, obligations and liabilities of the Corporation have been paid or discharged.
4. All remaining property, cash and assets of the Corporation shall be distributed among its shareholders according to their respective rights and interests.
5. There are no actions pending against the Corporation.
6. The Corporation has elected to dissolve the Corporation pursuant to a special joint action by unanimous written consent of its directors and shareholders. A true copy of the written consent of the directors and shareholders and the resolution to adopt a plan of corporate liquidation is attached hereto and incorporated by reference as Exhibit "A".

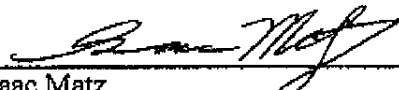
Prepared By:
Isaac Matz, P.A., C.P.A.
2742 Biscayne Blvd.
Miami, FL 33137
Phone: (305) 573-6640
Fax: (305) 675-6200

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IN WITNESS WHEREOF, the undersigned has executed these Articles of Dissolution on the 23 day of December, 2005, in Miami-Dade County, Florida.

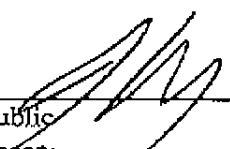
ARDANAL, INC.

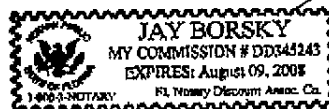
By: 
Isaac Matz
Director

STATE OF FLORIDA

COUNTY OF MIAMI-DADE

Before me personally appeared Isaac Matz, Director of ARDANAL, INC., who is personally known to me and who executed the foregoing Articles of Dissolution, and acknowledged before me that he executed these Articles of Dissolution of ARDANAL, INC., on behalf of the corporation, this 23 day of December, 2005.


Notary public



My Commission Expires:

Prepared By:
Isaac Matz, P.A., C.P.A.
2742 Biscayne Blvd.
Miami, FL 33137
Phone: (305) 573-6640
Fax: (305) 675-6200

FAX AUDIT NUMBER: 4050002918383

FAX AUDIT NUMBER: 4050002918383**EXHIBIT "A"****SPECIAL JOINT ACTION BY UNANIMOUS
WRITTEN CONSENT OF SHAREHOLDERS AND DIRECTORS OF
ARDANAL, INC.**

The undersigned being all the stockholders and directors of the above named corporation, a Florida Corporation, do hereby unanimously consent to the following resolutions, taking said action in lieu of meetings, as permitted by statute and the Articles of Incorporation.

RESOLVED AS FOLLOWS:

WHEREAS, the shareholders and directors of the Corporation have determined that it is advisable and beneficial for the Corporation that it be liquidated and dissolved; and

WHEREAS, the shareholders and directors must adopt a plan of liquidation and dissolution of the Corporation.

RESOLVED, that the following plan of liquidation is adopted to assemble and marshal the assets of the Corporation, pay or make adequate provisions for the creditors and debtors of the Corporation, and apportion the remaining assets among the shareholders according to the respective interests:

1. Within thirty (30) days after the date of this meeting, Counsel for the Corporation shall file Form 966 with the Director, Internal Revenue Service, attaching thereto a certified copy of this resolution, indicating that the stockholders and directors have adopted a plan of complete liquidation pursuant to Section 331 of the Internal Revenue Code of 1986.
2. That the Corporation, by its duly authorized officers, proceed to liquidate the assets of the Corporation and distribute such assets, except those retained to meet certain liabilities, to the stockholders, as an incident to the plan of complete liquidation adopted by stockholders and directors pursuant to Section 331 of the Internal Revenue Code of 1986.
3. That as soon as practical thereafter, Counsel for the Corporation shall file a certificate for the dissolution of the Corporation under appropriate provisions of the state of Florida Corporate Law, and the officers of the Corporation are hereby authorized to execute any and all documents necessary to effectuate such dissolution.

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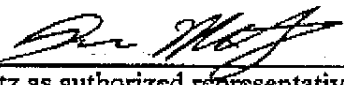
4. That the officers and directors be and they are hereby empowered, authorized and directed to proceed in accordance with the resolution hereby adopted by the stockholders and directors, said officers and directors being authorized to adopt any subsequent resolutions to effectuate the intent of the stockholders and directors to liquidate the Corporation in accordance with the plan of the liquidation adopted pursuant to Section 331 of the Internal Revenue Code of 1986.
5. That this consent is signed in counterparts and that all counterparts together shall reflect the consent to the resolution.

IN WITNESS WHEREOF, I have signed this document this 23 day of December, 2005.

The Directors


Isaac Matz
Director

The Shareholders:


Isaac Matz as authorized representative of
TELI Company Limited, a Bahamas corp

Prepared By:
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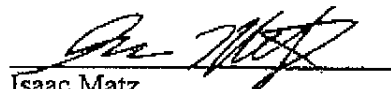
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CERTIFIED COPY OF PLAN OF LIQUIDATION
OF
ARDANAL, INC.

The undersigned, Director, of ARDANAL, INC. hereby certifies that this a true copy of the plan of liquidation that was adopted by the corporation on December ____, 2005, as provided for under Florida law.

1. Within thirty (30) days after the date of this meeting, Counsel for the Corporation shall file Form 966 with the Director, Internal Revenue Service, attaching thereto a certified copy of this resolution, indicating that the stockholders and directors have adopted a plan of complete liquidation pursuant to Section 331 of the Internal Revenue Code of 1986.
2. That the Corporation, by its duly authorized officers, proceed to liquidate the assets of the Corporation and distribute such assets, except those retained to meet certain liabilities to the stockholders, as an incident to the plan of complete liquidation adopted by stockholders and directors pursuant to Section 331 of the Internal Revenue Code of 1986.
3. That as soon as practical thereafter, Counsel for the Corporation shall file a certificate for the dissolution of the Corporation under appropriate provisions of the state of Florida Corporate Law, and that the officers of the Corporation are hereby authorized to execute any and all documents necessary to effectuate such dissolution.
4. That the officers and 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 directors being authorized to adopt any subsequent resolutions to effectuate the intent of the stockholders and directors to liquidate the Corporation in accordance with the plan of liquidation adopted pursuant to Section 331 of the Internal Revenue Code of 1986.

Signed this 13 day of December, 2005, under penalty of perjury.


Isaac Matz
Director

Prepared By:
Isaac Matz, P.A., C.P.A.
2742 Biscayne Blvd.
Miami, FL 33137
Phone: (305) 573-6640
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