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P61000050288

Florida Department of State
Division of Corporations
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Account Name : GREEN SCHOENFELD & KYLE LLP
Account Number : I20000000177
Phone : (239) 936-7200
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DISSOLUTION OR WITHDRAWAL TITSCH & ASSOCIATES ARCHITECTS, INC.

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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:
Titsch & Associates Architects, Inc.

SECOND: The document number of the corporation (if known): P01000050288

THIRD: The date dissolution was authorized: _____

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 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

Sole Shareholder

(voting group)

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)

Linda Smuder

(Typed or printed name of person signing)

Personal Representative of Estate of David A. Titsch, Sole Shareholder

(Title of person signing)

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**PLAN OF LIQUIDATION
OF
TITSCH & ASSOCIATES ARCHITECTS, INC.**

WHEREAS, it is deemed advisable and in the best interests of Titsch & Associates Architects, Inc., a Florida corporation (hereinafter called the "Company"), and its Shareholder to wind up the affairs of the Company and completely liquidate the Company through distribution by it of all of its assets in complete liquidation as soon as reasonably possible following the adoption of this Plan of Liquidation.

NOW, THEREFORE, for adoption by the Shareholder of the Company, the Company recommends the following Plan of Liquidation:

1. To the extent appropriate and necessary, the Shareholder of the Company shall attempt to collect all of the receivables owing to the Company, pay all of its debts and expenses, and settle any contingent claims, setting aside any reasonable amount in cash or other property, which is deemed necessary to meet any contingent claims, liabilities, or expenses expected to arise.

2. All of the remaining assets of the Company, including the proceeds of the transfer of any of its assets, shall be distributed in kind to the Shareholder as soon as reasonably possible following the date of adoption of this Plan of Liquidation, in exchange for the surrender of the Shareholder's shares in complete cancellation and redemption of all of the shares of the Company in accordance with this Plan of Liquidation. Upon surrender of the share certificates in the Company by the Shareholder for cancellation, the Shareholder is authorized and directed to issue such checks or execute such assignments, deeds, and bills of sale to the assets of the Company as may be required to convey good title in the assets to the Shareholder.

3. The Shareholder, Director and officers of the Company are authorized and directed to perform such acts and deeds to carry out the purposes of this Plan of Liquidation and effectuate and consummate the complete liquidation of the Company as soon as reasonably possible following

the date of adoption of this Plan of Liquidation. The Shareholder, Director and officers are expressly authorized to execute any contracts, deeds, bills of sale, or any other legal instruments or documents necessary or desirable to effectuate the liquidation and to consummate this Plan of Liquidation.

4. Upon distribution of all of the assets of the Company in complete liquidation, the Shareholder, Director and officers of the Company shall instruct the Company's accountants to close the books of the Company and to prepare and file a final federal income tax return on its behalf.

5. The Shareholder, Director and officers of the Company shall cause to be filed Articles of Dissolution with the Florida Department of State.

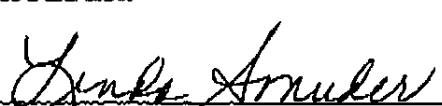
Adopted by the Company and its Shareholder and Director as of March 1, 2014, it being the intent of the parties that the Company be liquidated effective as of March 1, 2014.

COMPANY:

TITSCH & ASSOCIATES ARCHITECTS, INC.,
a Florida corporation

By: 
Linda Smuder, President

SHAREHOLDER:


Linda Smuder, as Personal Representative
of the Estate of David A. Titsch, sole
Shareholder

DIRECTOR:


Linda Smuder, Director