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TALLAHASSEE, FLORIDA

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11/10/08

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** Emtac, Inc.

**DOCUMENT NUMBER:** P01000076097

The enclosed **Articles of Dissolution** and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Gary Ziffer

(Name of Contact Person)

Ziffer Associates, LLC

(Firm/Company)

PO Box 644

(Address)

Lancaster, PA 17608-0644

(City/State and Zip Code)

For further information concerning this matter, please call:

Gary Ziffer

(Name of Contact Person)

at ( 717 ) 669-2763

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- ☐ \$35 Filing Fee    ☐ \$43.75 Filing Fee & Certificate of Status    ☐ \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed)    ☒ \$52.50 Filing Fee, Certificate of Status & Certified Copy (Additional copy is enclosed)

**MAILING ADDRESS:**

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

**STREET ADDRESS:**

Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

## 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:

**Emtac, Inc.**

SECOND: The document number of the corporation (if known): P01000076097

THIRD: The date dissolution was authorized: 10/06/2007

Effective date of dissolution if applicable: 11/30/2007  
(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

(voting group)

Signature:

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

# Fima Lifshitz

(Typed or printed name of person signing)

President

(Title of person signing)

**Filing Fee: \$35**

**RESOLUTION OF STOCKHOLDERS OF**

**EMTAC, INC.**

RESOLVED, That Emtac, Inc. surrender its charter to the State of Florida and that it cease to be an exist as a corporation, and

RESOLVED FURTHER, That Fima Lifshitz, the President, and Jere Lifshitz, the Secretary, of Emtac, Inc. are hereby authorized and directed to file the necessary certificate of dissolution of this Corporation with the Secretary of State of the State of Florida subject to Section 607.1403 of the Florida Statutes, and

RESOLVED FURTHER, That the Board of Directors of this Corporation is hereby authorized, empowered, and directed to do all things necessary and requisite to settle the affairs of the Corporation, to collect the outstanding debts, to provide for the payment of the liabilities and obligations of the Corporation, to distribute its assets, and to do all other things necessary to carry into effect the foregoing resolution.

I, Jere Lifshitz, do hereby certify that I am the duly elected and qualified Secretary and the keeper of the records and corporate seal of Emtac, Inc., a corporation organized and existing under the laws of the State of Florida, and that the above is a true and correct copy of a resolution duly adopted at a meeting of the Stockholders thereof, convened and held in accordance with law and the Bylaws of said Corporation on October 6, 2007, and that such resolution is now in full force and effect.

IN WITNESS WHEREOF, I have affixed my name as Secretary and have caused the corporate seal of said Corporation to be hereunto affixed, this 6<sup>th</sup> day of October, 2007.

Jere Lifshitz  
Secretary

  
SEAL

Affirmed by the Stockholders of Record:

Fima Lifshitz  
Fima Lifshitz

Russell Rising  
Russell Rising

Jere Lifshitz  
Jere Lifshitz

**RESOLUTION OF BOARD OF DIRECTORS OF**

**EMTAC, INC.**

RESOLVED, That in the judgment of this Board of Directors, it is deemed advisable and for the benefit of the shareholders that said Corporation should be dissolved; and to that end, as required by law, it is ordered that a meeting of those stockholders of said Corporation having voting power to take action upon this resolution is hereby called, to be held at 1040 Alston Road, Santa Barbara, California at 10:00 a.m. on October 6, 2007, and

FURTHER RESOLVED, That the Secretary of this Corporation is hereby authorized and directed to cause notice of the adoption of this resolution to be provided to each stockholder personally.


I, Jere Lifshitz, do hereby certify that I am the duly elected and qualified Secretary and keeper of the records and corporate seal of Emtac, Inc., a corporation organized and existing under the laws of the State of Florida, and that the above is a true and correct copy of a resolution duly adopted at a meeting of the Board of Directors thereof, convened and held in accordance with law and the Bylaws of said Corporation on October 6, 2007, and that such resolution is now in full force and effect.

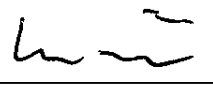
IN WITNESS WHEREOF, I have affixed my name as Secretary and have caused the corporate seal of said Corporation to be hereunto affixed, this 6th day of October, 2007.

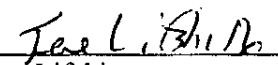
Jere Lifshitz  
Secretary

  
SEAL

Affirmed by a majority of the Board of Directors:

Fima Lifshitz 

Russell Rising 

Jere Lifshitz   
Jere Lifshitz