

P 02 0000 70841

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**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** Company Dissolution

**DOCUMENT NUMBER:** P02000070841

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

Please return all correspondence concerning this matter to the following:

Mark Leeser

(Name of Contact Person)

The Machine Tool Group, Inc

(Firm/Company)

1135 Everest Street

(Address)

Clermont , Florida 34711 - 5993

(City/State and Zip Code)

For further information concerning this matter, please call:

Mark Leeser

(Name of Contact Person)

at ( 847 ) 363 - 6001

(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



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

March 27, 2008

MARK LEESER  
1135 EVEREST STREET  
CLERMONT, FL 34711-5993

SUBJECT: THE MACHINE TOOL GROUP, INC.  
Ref. Number: P02000070841

We have received your document and check(s) totaling \$52.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

PLEASE STATE THE NAME AND TITLE OF THE PERSON THE POWER OF ATTORNEY IS SIGNING ON BEHALF OF.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6906.

Darlene Connell  
Regulatory Specialist II

Letter Number: 608A00018288

*COPY OF BOARD RESOLUTION ENCL*

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2008 APR -7 AM 8:00

RECEIVED

## 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:

The Machine Tool Group, Inc.

SECOND: The document number of the corporation (if known): P02000070842

THIRD: The date dissolution was authorized: January 18, 2008

Effective date of dissolution if applicable: January 18, 2008

(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, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary)

Mark Leaser

FOR JERREY THOMAS - PRES  
(Typed or printed name of person signing)

Office Manager , acting with POA

(Title of person signing)

Filing Fee: \$35

*Copy of BOO Resolution Enclosed*

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08 APR - 7 AM 9:11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**BOARD OF DIRECTORS  
OF THE MACHINE TOOL GROUP, INC.**

The undersigned, constituting all of the members of the Board of Directors of The Machine Tool Group, Inc. (the "Corporation"), consent to, approve of and ratify the following actions taken or to be taken by the Corporation:

1. Mark Leaser, or such other officer(s) of the Corporation as he may designate (collectively the "Authorized Officer"), in connection with the filing of the Chapter 7 voluntary petition, is authorized and empowered to execute on behalf of the Partnership any affidavits, forms, schedules, application or other pleadings or documents which, in the judgment of such Authorized Officer, are necessary or desirable.
3. The Authorized Officer hereby is authorized and empowered to retain David R. McFarlin and Wolff, Hill, McFarlin & Herron, P.A., upon such terms and conditions as the Authorized Officer shall approve, to render legal services to and to represent and counsel the Partnership in connection with the Chapter 7 proceedings and any other matters for which, in the judgment of the Authorized Officer, such representation or counseling is necessary or desirable.
4. The Authorized Officer hereby is authorized and empowered to retain such other counsel, upon such terms and conditions as the Authorized Officer shall approve, to render legal services to and to represent and counsel the Partnership in connection with the Chapter 7 proceedings and any other matters for which, in the judgment of the Authorized Officer, such representation or counseling is necessary or desirable.
5. The Authorized Officer is authorized and empowered to retain such financial consultants, advisors, and accountants as he or she deems necessary or desirable, upon such terms and conditions as the Authorized Officer shall approve, to render financial advisory services to the Corporation in connection with the Chapter 7 case and to render such other services which, in the judgment of the Authorized Officer, are necessary or desirable.
6. The Authorized Officer is authorized and directed to take any and all such other action, including without limitation the payment of expenses (subject to Bankruptcy Court approval, where necessary), and to execute and deliver any and all such further instruments, pleadings, and/or documents as he or she deems necessary or desirable to carry out fully the intent and to accomplish fully the purposes of the foregoing resolutions.

Dated this 30 day of January, 2006.

  
Jeffrey J. Thomas, Director