

Pa2005090267

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(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

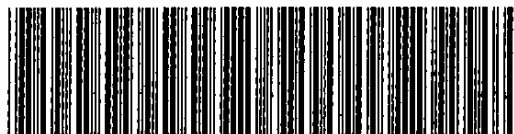
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TALLAHASSEE, FLORIDA

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COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Equity Leasing - Accounting II, Inc.

DOCUMENT NUMBER: PO 2000090267

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

Please return all correspondence concerning this matter to the following:

MICHAEL G. DONNELL

(Name of Contact Person)

EQUITY LEASING ACCOUNTING II, INC

(Firm/Company)

2559 PALM DEER DRIVE

(Address)

LOXAHATCHEE, FL 33470-2563

(City/State and Zip Code)

For further information concerning this matter, please call:

MICHAEL G. DONNELL

(Name of Contact Person)

at (**561**) **373-7060**

(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:

EQUITY LEASING ACCOUNTING II, INC.

SECOND: The document number of the corporation (if known): PD2000090267

THIRD: The date dissolution was authorized: 12/31/06

Effective date of dissolution if applicable: 12/31/06
(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)

MICHAEL G. DONNELL

(Typed or printed name of person signing)

PRESIDENT

(Title of person signing)

Filing Fee: \$35

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**· EQUITY LEASING ACCOUNTING II, INC.
JOINT UNANIMOUS CONSENT RESOLUTIONS
FOR DISSOLUTION OF A CORPORATION**

Pursuant to Section 607.1403, Florida Statutes, all of the shareholders and directors of Equity Leasing Accounting II, Inc., a Florida corporation, ("Corporation"), consent to the actions described below without prior notice and without a vote.

RECITALS


- A. The Corporation has ceased or intends to cease conducting its business operations.
- B. The shareholder and the Corporation desire to dissolve, wind up the affairs of, liquidate, and terminate the existence of the Corporation.

Therefore, the shareholder of the Corporation consents to and adopts the following resolutions on behalf of the Corporation:

1. The Corporation is dissolved, effective December 31, 2006, and the secretary of the Corporation is authorized and directed to file the articles of dissolution with the Florida Department of State.
2. The president of the Corporation is authorized, and in his sole discretion, may publish a notice of dissolution notifying all potential claimants of the dissolution of the Corporation, in such form as the president deems appropriate.
3. The president of the Corporation is authorized and directed to execute Internal Revenue Service (IRS) Form 966 and to file the same with the IRS.
4. The shareholder will complete the liquidation and dissolution of the Corporation as soon as possible, but in no event later than 12 months from the date of adoption of these resolutions. Such liquidation will be completed in accordance with the provisions of IRC 331.
5. The Corporation will sell or otherwise liquidate any and all properties of the Corporation that, in its judgment, should be sold or liquidated to facilitate the winding up and liquidation of the Corporation.
6. The Corporation and its officer will make adequate provision for its debts, obligations, and liabilities, all remaining assets of the Corporation, in complete redemption and cancellation of all of the issued and outstanding capital stock of the Corporation. All liabilities that exist for the Corporation at the time of dissolution shall be assumed by shareholder Michael Donnell. All remaining receivables and or other assets of the Corporation, as of December 31, 2006, shall be distributed to shareholder Michael Donnell.
7. The president of the Corporation is authorized and directed to pay all such fees and taxes and to do or cause to be done such further acts and things as he may deem necessary or proper to carry out the liquidation of the Corporation.
8. The Corporation's legal counsel and accountant will file all other forms and documents required by the State of Florida and the federal government, including tax returns, as they deem reasonably necessary to effectuate the dissolution of and wind up the affairs of the Corporation.
9. To the extent any of the stock interest of a shareholder is titled in the name of, or have otherwise been transferred to, a revocable living trust of which a shareholder is both the grantor and trustee, all references to the shareholder in these resolutions will constitute references to the shareholder in his/her capacity as trustee of the revocable living trust; and the shareholder will be deemed to have executed this document as trustee on behalf of the revocable living trust.
10. These resolutions may be executed in one or more counterparts, each of which will be deemed to be an original, but all of which together will constitute one and the same instrument.

11. The Corporation ratifies and approves any prior actions of the Corporation's officers, directors, employees, and/or agents in fulfilling the intent and purpose of the foregoing resolutions and authorizes the president of the Corporation (and/or any officers of the Corporation that he/she may designate), for an on behalf of the Corporation, to do any and all things and to execute and consummate any and all documents and/or instruments necessary and/or convenient to effectuate fully the intent and purpose of the foregoing resolutions.

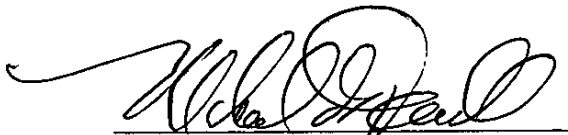
Date: December 31, 2006


Michael G. Donnell, President and
Shareholder

CERTIFICATE OF SECRETARY

Michael Donnell, the elected secretary of Equity Leasing Accounting II, Inc., a Florida corporation, ("Corporation"), certifies that the attached resolutions, in accordance with IRC 331, were validly adopted by the board of directors of the Corporation as of December 31, 2006, and approved by the shareholder of the Corporation on the same date.

Date: December 31, 2006


Michael G. Donnell