

P03000056540

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

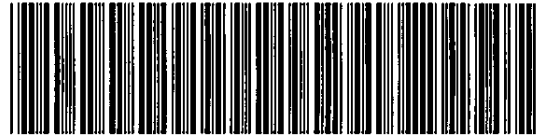
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



600099809416

*Valid  
Thurs  
Effective date  
6-30-07*

05/02/07--01027--002 \*\*35.00

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2007 MAY -2 AM 8:24

FILED

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** ARTICLES OF DISSOLUTION

**DOCUMENT NUMBER:** P03000056540

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

Please return all correspondence concerning this matter to the following:

KAREN TOZZI OR K. SAM BROWN  
(Name of Contact Person)

TOZZI TOOLS INC  
(Firm/Company)

7217 OLD TUCKALEECHIE ROAD  
(Address)

TOWNSEND, TN 37882-3815  
(City/State and Zip Code)

For further information concerning this matter, please call:

KAREN TOZZI OR K. SAM BROWN at (865) 609-9949  
(Name of Contact Person) (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 this statement of dissolution:

FILED  
2007 MAY 22 AM 8:24  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FIRST: The name of the corporation as currently filed with the Florida Department of State:

TOZZI TOOLS INC.

SECOND: The document number of the corporation (if known): P03000056540

THIRD: The date dissolution was authorized: 4/26/07 (SEE ATTACHED)

Effective date of dissolution if applicable: 6/30/07  
(no more than 90 days after dissolution file date)

FOURTH: Adoption of Dissolution (CHECK ONE)

☒ (SEE ATTACHED) 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: K. Sam Brown SECRETARY  
(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)

K. SAM BROWN

(Typed or printed name of person signing)

SECRETARY

(Title of person signing)

Filing Fee: \$35

Minutes of Special Meeting of the Board of  
Directors of TOZZI TOOLS, INC

Pursuant to the Corporations's By-Laws, a special meeting of the Board of Directors of TOZZI TOOLS, INC was held at the corporate accountant's office @ 7708 KINNAMON ROAD, KNOXVILLE, Tennessee at 10:00 A.M. on the 26th of APRIL, 2007. The following, constituting all of the Directors, were present:

CRAIG F. TOZZI

WHEREAS: The Board of Directors believe it to be in the best interests of the Corporation and its shareholders that the Corporation be liquidated.

Now, therefore, be it

RESOLVED: That subject to the ratification of the shareholders the Corporation be completely liquidated in accordance with the provisions of Section 331 of the Internal Revenue Code of 1954, as amended, and be it

FURTHER RESOLVED: That in accordance with such plan of liquidation, the officers and directors, and counsel for the Corporation are authorized and directed to see:

1. That within thirty (30) days after the date of the meeting at which the shareholders adopt the plan of liquidation, counsel for the Corporation shall file Form 966 with the District Director of Internal Revenue together with a certified copy of this resolution:
2. That after the plan of liquidation is adopted the Corporation make a final distribution to its shareholder pursuant to the following plan of liquidation:
  - a. File the final return from JANUARY 1, 2007 through JUNE 30, 2007.
  - b. *DISTRIBUTE THE FINAL CASH OF \$500. which constitutes A RETURN TO THE SHAREHOLDERS FOR HIS STOCK.*
3. That the officers and directors of the Corporation are empowered, authorized, and directed to carry out the provisions of this resolution.

*Karen Tozzi*  
TREASURER  
KAREN H. TOZZI

Minutes of Special Meeting of Shareholders of  
TOZZI TOOLS, INC.

A special meeting of the shareholders of TOZZI TOOLS, INC. was held at the corporate accountant's office @ 7708 KENNETH ROAD, KNOXVILLE, Tennessee at 10:00 A.M. on the 26th of APRIL, 2007, to consider the recommendation of the Board of Directors that the Corporation be completely liquidated and the plan of the Board of Directors with regard to such liquidation.

Present at the meeting and owning all of the issued and outstanding shares was:

CRAIG F. TOZZI

After fully reviewing the recommendations of the Board of Directors and the proposed plan of complete liquidation, the shareholders adopted the following resolutions:

RESOLVED: That the Corporation hereby adopts a plan of complete liquidation pursuant to and in accordance with Section 331 of the Internal Revenue Code of 1954, as amended; and be it

FURTHER RESOLVED: That in accordance with such plan of complete liquidation, the officers, directors and corporate counsel are hereby authorized and directed to see that the following steps are undertaken:

1. That within thirty (30) days after the date of the meeting at which the shareholders adopt the plan of liquidation, counsel for the Corporation shall file Form 966 with the District Director of Internal Revenue, OGDEN, UT 84201, together with a certified copy of this resolution:
2. That after the plan of liquidation is adopted the Corporation make a final distribution to its shareholder pursuant to the following plan of liquidation:
  - a. File the final return from JANUARY 1, 2007 through JUNE 30, 2007.
  - b. Distribute the final cash of \$ 500 WHICH constitutes A RETURN TO THE SHAREHOLDER FOR HIS STOCK.
3. That the officers and directors of the Corporation are empowered, authorized, and directed to carry out the provisions of this resolution.

✓ *Karen Tozzi*  
TREASURER  
KAREN H. TOZZI