

P04000008441

(Requestor's Name)

(Address)

(Address)

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(Business Entity Name)

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TALLAHASSEE FLORIDA

Dis

T. Smith

AUG 11 2005

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Dissolution of Miramar Mountain Coffee Corporation

DOCUMENT NUMBER: P04000008441

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

Please return all correspondence concerning this matter to the following:

K. Ingrid Cloninger

(Name of Person)

Cloninger & Files Attorneys

(Name of Firm/Company)

P.O. Box 620337

(Address)

Oviedo, FL 32762-0337

(City/State/and Zip Code)

For further information concerning this matter, please call:

Ingrid Cloninger

(Name of Person)

at (407) 365-5696

(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, Florida 32314

STREET ADDRESS:

Amendment Section
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

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:

Miramar Mountain Coffee Corporation

SECOND: The document number of the corporation (if known): P04000008441

THIRD: The date dissolution was authorized: August 2, 2005

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 of 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)

Signed this 4th day of August, 2005

Rodolfo E. Schuessler
Signature: by Helga H. Schuessler, ATTORNEY IN FACT

(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)

Rodolfo Schuessler

(Typed or printed name of person signing)

Director

(Title of person signing)

Filing Fee: \$35

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TALLAHASSEE FLORIDA

DURABLE POWER OF ATTORNEY

Know all men by these presents:

That I, RODOLFO E. SCHUESSLER, presently of 681 Lake Charm Drive, Oviedo, Florida 32765, have made, constituted and appointed and by these presents do make, constitute and appoint my mother, HELGA H. SCHUESSLER, presently of 681 Lake Charm Drive, Oviedo, Florida 32765, my true and lawful attorney (hereinafter referred to as "Attorney in Fact") for myself and in my place and stead, and my Attorney in Fact is empowered to act for me in the transaction of all and every kind of business and affairs whatsoever including but in no way limited to the following:

1. **Banks, Checking and Savings.** To make, sign, endorse, accept, assign, transfer, guarantee, redeem, and/or deliver checks, notes, certificates of deposit, stocks, bonds, securities, and/or other instruments or orders for the payment of money; and to receive, endorse, collect and/or deposit checks, notes, drafts and/or other instruments or orders for the payment of money to me in my behalf for account in any bank, savings and loan association, or other financial institution.
2. **Safe Deposit Box.** To have access to any safe deposit box registered in my name (whether registration is solely in my name or jointly with others) upon the request of my Attorney in Fact and presentment of this instrument and a key to said box.
3. **Real, Personal Property.** To purchase, acquire, collect, receive, mortgage, loan, lease, sell, give and/or release for me in my name any and every kind of property whether real, personal or mixed; to assign, transfer, convey, deliver, and set over for me in my name all and every kind of property whether real, personal or mixed, including homestead real property; to receive and accept rents, avails, and sale proceeds for me in my name; and to enter into and deliver any and all contracts, mortgages, covenants and agreements as may be necessary or proper in the transaction of such affairs.
4. **Services.** To enter into contracts, covenants and agreements for employment and hire for services to be rendered and goods to be provided of whatever kind and nature as may be necessary or proper.
5. **Stocks, Bonds, Mutual Funds, Annuities, and other financial instruments.** To do any and all things in connection with any and all financial instruments, owned by me, including but not limited to the right to vote by proxy or otherwise, to withhold the same, to assign and transfer said instruments, to hold the same in a nominee account, and to execute any and all instruments in the transaction of such affairs.
6. **Insurance.** To exercise in my name all rights, powers and privileges pertaining to any insurance policies which I own or have any beneficial interest in, including the right of assignment or transfer, the right to make claims and collect proceeds, the right to approve modifications and all other rights pertaining thereto.
7. **Social Security.** To collect and deposit in my name any social security payments or benefits to which I am entitled, and to file claims or reports in my behalf as when the same shall be required.

6. **Taxes.** To prepare, execute and file in my name all tax reports and/or returns, both federal and state, as may be required of me, to appear and act for me before all governmental agencies and courts in all matters relating thereto, and to enter into any and all agreements, compromises and settlements with such governmental agencies as may be necessary or proper, thereby binding me. In exercising these powers, my said Attorney in Fact shall have full power of substitution.
7. **Charitable Gifts.** To continue to make charitable gifts in accordance with any pledge or periodic gift policy I may have established, in such amounts and to such charities as my said Attorney in Fact shall deem appropriate.
10. **Family Gifts.** To make gifts each year of cash or other assets to my issue in accordance with any pledge or periodic gift policy I may have established, in such amounts and to the extent that said gifts will qualify for the annual exclusion from taxable gifts as provided in section 2503(b) of the Internal Revenue Code of 1986, as the same is now and may hereafter be amended.
11. **Estate Planning.** Make gifts for estate planning purposes, including gifts to my Attorney in Fact; change the beneficiaries of any life insurance policies or other qualified or non-qualified benefit plans; create revocable or irrevocable trusts for the benefit of myself or other persons; and consent to the creation or extension of trusts established by other persons for my benefit.
12. **Disclaimers.** Disclaim any property interest that I would otherwise receive.
13. **Medical Surrogate Provisions.** Demand, obtain, review and release to others medical records or other documents protected by the patient-physician privilege, therapeutical and surgical procedures, including the administration of drugs, to make health care decisions and to authorize my admission to or transfer from a health care facility.
14. **Health benefits.** File or process claims for any medical bills with all insurance through which I have coverage, including but not limited to, Medicare and Medicaid and to receive from Blue Cross/Blue Shield or any other insurer information obtained in the adjudication of any claim in regard to services furnished to me under Title 18 of the Social Security Act.
15. **Guardianship.** Nominate on my behalf a person (including my Attorney in Fact) or entity to be appointed by a court of appropriate jurisdiction as guardian of my person or property, or both, or as custodian for my property during the pendency of any proceedings to determine my competency.
16. **Lawsuits.** To use and take all lawful ways and means in my name or otherwise, including the right to sue and to defend suits filed against me, to enforce my legal rights and defend me from the claims of others; to seek on my behalf and at my expense: (a) a declaratory judgment from any court of competent jurisdiction interpreting the validity of this instrument and any of the acts authorized by this instrument, but such declaratory judgment shall not be necessary in order for my Agent to perform any act authorized by this instrument; (b) a mandatory injunction requiring compliance with my Agent's instruction by any person, organization, corporation or other entity

obligated to comply with instructions given by me; and, (c) actual and punitive damages against any person, organization, corporation or other entity obligated to comply with instructions given by me who negligently or willfully fails or refuses to follow such instructions.

17. **Statutory Powers.** Without in any way limiting or restricting the powers and authority set forth herein my said Attorney in Fact shall have all of the powers and authority provided for in Florida Statutes, Section 709.08, as the same shall from time to time be modified and amended.

Giving and granting unto my said Attorney in Fact full power and authority to do and perform all and every act whatsoever necessary and proper to be done in and about the premises as fully to all intents and purposes as I might and could do if personally present.

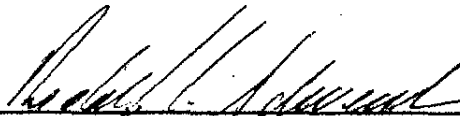
I hereby reserve unto myself full power of substitution or revocation, by written instrument delivered to my said Attorney in Fact.

I do hereby ratify and confirm all that my said Attorney in Fact has done, shall do, or cause to be done in or about the premises by virtue of this general power of attorney.

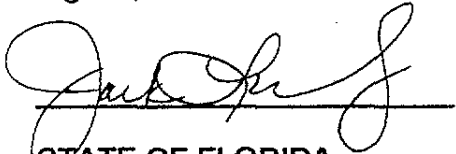
This Durable Power of Attorney is created pursuant to Florida Statutes, Section 709.08, and shall not be affected by disability of the principal except as provided by statute.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this

30 day of March, 2005


Rodolfo Ernesto Schuessler

Signed, sealed and delivered in the presence of:



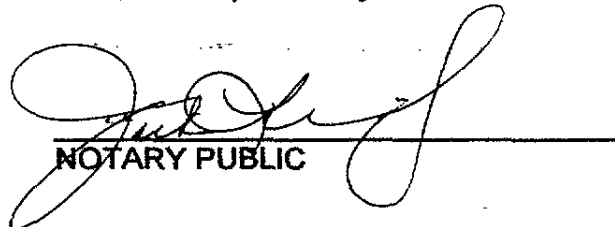
JACK L. UHING

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 30 day of March, 2005 by Rodolfo E. Schuessler, who is personally known to me. FDL 5246-725-57-414-0



Jack L. Uhing
My Commission DD059427
Expires September 23, 2005


NOTARY PUBLIC