

P05000005532

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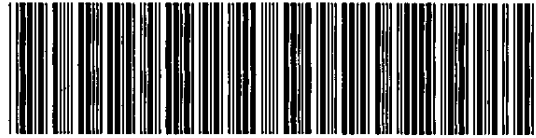
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COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: DR. JASIN M. YOUMANS, DMD, P. A.

DOCUMENT NUMBER: P05000005532

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

Please return all correspondence concerning this matter to the following:

MATTHEW J. MONAGHAN, ESQ.

(Name of Contact Person)

HOWZE, MONAGHAN & THERIAC, PLC

(Firm/Company)

96 WILLARD STREET, SUITE 302

(Address)

COCOA, FLORIDA 32955

(City/State and Zip Code)

For further information concerning this matter, please call:

MATTHEW J. MONAGHAN, ESQ at (321) 639-1320 X. 226

(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

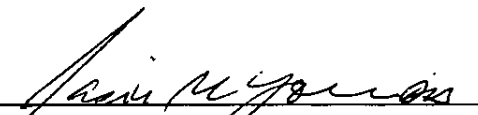
**ARTICLES OF DISSOLUTION
OF
DR. JASIN M. YOUMANS, DMD, P.A.**

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Section 607.1403, *Florida Statutes*, **DR. JASIN M. YOUMANS, DMD, P.A.**,
a Florida professional corporation, submits the following Articles of Dissolution:

- FIRST: The name of the corporation is DR. JASIN M. YOUMANS, DMD, P.A.
- SECOND: The document number of the corporation is P05000005532
- THIRD: The Corporation was authorized for dissolution effective the 14th day of
August, 2007.
- FOURTH: Dissolution was approved by the shareholders. The number of votes cast for
dissolution was sufficient for approval.

DR. JASIN M. YOUMANS, DMD, P.A.
a Florida professional corporation

x 
DR. JASIN M. YOUMANS, President

**WRITTEN ACTION OF BOARD OF DIRECTORS AND SHAREHOLDERS
OF
DR. JASIN M. YOUMANS, DMD, P.A.**

The undersigned, being all the members of the Board of Directors and all of the shareholders of the above referenced corporation, hereby take the following written action in lieu of holding a meeting regarding same, all pursuant to the terms of Section 607.0704 and Section 607.0821, *Florida Statutes*:

WHEREAS, the officers and directors of the Corporation believe it is in the Corporation's best interest to liquidate the Corporation and distribute its assets to its shareholders; and

WHEREAS, the officers and directors have prepared a Plan of Complete Liquidation and Dissolution ("Plan") to accomplish the foregoing, the Plan being incorporated herein by this reference; and

WHEREAS, the officers of the Corporation believe it to be in the best interest of the Corporation to execute the Plan; and

WHEREAS, the President has submitted the Plan to the Board of Directors of the Corporation for its approval; and

WHEREAS, the Board of Directors of the Corporation believes it to be in the best interest of the Corporation to execute the Plan; and

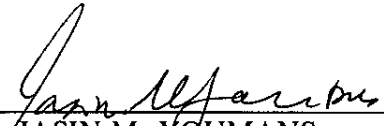
WHEREAS, the Board of Directors has submitted the Plan to the shareholders of the Corporation for their approval; and

WHEREAS, the shareholders believe it to be in the best interest of the Corporation to execute the Plan.

NOW, THEREFORE, IT IS HEREBY RESOLVED THAT the Corporation be dissolved and liquidated effective no later than the 14 day of August, 2007, pursuant to that certain Plan of Complete Liquidation and Dissolution ("the Plan"), in the form attached as Exhibit "A", that any debts remaining unpaid and any taxes due the United States or the State of Florida be paid, any assets remaining after the payment of debts and taxes be distributed to the shareholders of the Corporation in accordance to the Shareholder's respective interest in the Corporation, and that appropriate Articles of Dissolution be filed with the Secretary of State for the State of Florida. The officers of the Corporation are hereby authorized, empowered and directed to execute the Plan on behalf of the Corporation and execute any and all other documents referenced therein.

Dated: 8-14-07

SHAREHOLDER/DIRECTOR:

x 
DR. JASIN M. YUMANS

**PLAN OF COMPLETE LIQUIDATION AND DISSOLUTION
OF DR. JASIN M. YOUMANS, DMD, P. A.**

This Plan of Complete Liquidation and Dissolution, hereinafter called ("Plan"), is for the purpose of effecting the complete liquidation and dissolution of **DR. JASIN M. YOUMANS, DMD, P. A.**, a Florida professional corporation ("Corporation"), through the distribution of the assets of the Corporation (or proceeds of sale) to the shareholders of the Corporation namely, Dr. Jasin M. Youmans (collectively, the "Shareholders") each as to their respective stock ownership of the Corporation in complete liquidation.

(1) This Plan shall be considered adopted by the Corporation when it has been approved by the Shareholders possessing all of the voting power of the outstanding common stock of the Corporation.

(2) After the Plan has been adopted and approved by the Shareholders possessing all of the voting power of the outstanding common stock of the Corporation, the President of the Corporation is authorized to sell or otherwise liquidate any and all of the properties of the Corporation which in his judgment should be sold or liquidated to facilitate the liquidation of the Corporation.

(3) Within thirty (30) days after the adoption of this Plan, the corporate officers shall file United States Internal Revenue Service Form 966 with the Internal Revenue Service Center, Atlanta, Georgia.

(4) After the Plan has been adopted and approved, any assets so selected by the Board have been sold, and the debts of the Corporation have been provided for, the remaining assets of the Corporation shall be distributed to the Shareholders in accordance with their respective stock ownership of the Corporation, the Corporation's holdings in complete satisfaction of the Shareholders' stock in the Corporation. Such distribution shall be accomplished in the manner and on the terms which are best suited to the needs of the Corporation and the Shareholders and within a reasonable time after the Shareholders' approval of this Plan.

(5) As soon as practicable after the distribution of all of the assets of the Corporation to the Shareholders in complete liquidation, the officers shall file Articles of Dissolution of the Corporation with the Secretary of State of Florida, pursuant to the applicable provisions of the Florida Business Corporation Act.

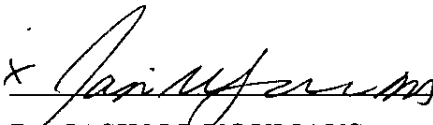
(6) The officers and directors of the Corporation are authorized, empowered, and directed

to adopt any subsequent resolutions to effectuate the intent of the Corporation and the Corporation's Shareholders to liquidate the Corporation in accordance with the Plan and to execute and file on behalf of the Corporation all documents that they may deem necessary or advisable to carry out the purposes and intentions of this Plan, including, but not being limited to, Articles of Dissolution under the laws of the State of Florida, and income tax and information returns with the United States Internal Revenue Service and the State of Florida.

(7) It is intended that this Plan of Complete Liquidation and Dissolution of DR. JASIN M. YOUMANS, DMD, P. A., shall be a plan of complete liquidation within the meaning of Section 336 of the Internal Revenue Code of 1986, as amended.

The President and Secretary of the Corporation have executed this Plan of Complete Liquidation and Dissolution of DR. JASIN M. YOUMANS, DMD, P. A., as of the 14 day of August, 2007.

DR. JASIN M. YOUMANS, DMD, P. A.
a Florida professional corporation

x 
DR. JASIN M. YOUMANS
President/Secretary