

PO5000014926

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TALLAHASSEE, FLORIDA

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COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Articles of Dissolution

DOCUMENT NUMBER: NA

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

Please return all correspondence concerning this matter to the following:

Charles K. Bens

(Name of Contact Person)

Happy Cells, Inc.

(Firm/Company)

1327 Cottonwood Trail

(Address)

Sarasota, Florida 34232

(City/State and Zip Code)

For further information concerning this matter, please call:

Charles K. Bens

(Name of Contact Person)

at (941) 377-5920

(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
Box 6327
Tallahassee, FL 32314

STREET ADDRESS:

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

RECEIVED

11 MAR 28 AM 9:27
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Division of Corporations

March 15, 2011

CHARLES K BENS
1327 COTTONWOOD TR
SARASOTA, FL 32432

SUBJECT: HAPPY CELLS, INC.
Ref. Number: P05000014926

We have received your document for HAPPY CELLS, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

You can not file a Revocation of Dissolution on an active corporation. I am sending you Articles of Dissolution to file in case that is what you were trying to file.

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) 245-6957.

Tracy L Lemieux
Regulatory Specialist II

Letter Number: 911A00006284

ARTICLES OF DISSOLUTION

Pursuant to section 607.1401, 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:

Happy Cells, Inc.

SECOND: The document number of the corporation (if known): P0500001492 6

THIRD: The file date of the articles of incorporation: Jan. 24, 2005

FOURTH: (CHECK AT LEAST ONE BOX)

☒ None of the corporation's shares have been issued.

☐ The corporation has not commenced business.

FIFTH: No debt of the corporation remains unpaid. Yes. There is no debt.

SIXTH: The net assets of the corporation remaining after winding up have been distributed to the shareholders, if shares were issued. NO assets.

SEVENTH: Adoption of Dissolution (CHECK ONE)

☒ A majority of the incorporators authorized the dissolution.

☐ A majority of the directors authorized the dissolution.

Signature: _____

Charles K Bens

(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.)

Charles K. Bens

(Typed or printed name of person signing)

Owner - President

(Title of Person Signing)

Filing Fee: \$35

11 MAR 29 AM 11:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVE
AND
FILED