

P05000131924

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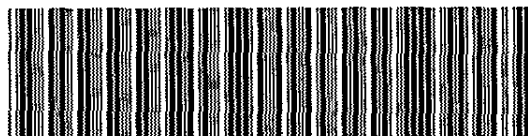
(Business Entity Name)

(Document Number)

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ABRAMS & ABRAMS, P.A.
ATTORNEYS AT LAW

David S. Abrams

Peña F. Abrams

September 14, 2006

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

Re: GROUP TITLE, INC.
Document No.: P05000131924

Dear Sir/Madam:

Transmitted herewith for filing are the Articles of Dissolution, together with our check in amount of \$52.50, representing the required filing fee for filing of the Articles, preparation of a Certificate of Status, and Certified Copy (with additional copy enclosed). Also enclosed is the Corporate Dissolution and the Plan of Liquidation for the above referenced corporation to be dissolved.

Please return all correspondence concerning this matter, to our offices, at the following address: **Abrams & Abrams, P.A., 9400 South Dadeland Blvd., PH-3, Miami, Florida, 33156**, contact for this matter will be David S. Abrams, Esq., for further information please contact our office via telephone, at 305-670-9104, or via fax, at 305-670-2821.

Thank you for your attention in this matter.

Very truly yours,


SALVADOR ZIEGENHIRT
FOR THE FIRM

SZ/sz
encls.

**ARTICLES OF DISSOLUTION
OF
GROUP TITLE, INC.**
a florida for-profit corporation

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Section §607.1403 of the Florida Statutes, the undersigned Corporation adopts and submits the following Articles of Dissolution.

FIRST: The name of the Corporation is as currently filed with the Florida Department of State is GROUP TITLE, INC.

SECOND: The document number of the corporation is P05000131924

THIRD: The dissolution was authorized on August 18, 2006
The dissolution will take effect on September 1, 2006.

FOURTH: The dissolution was approved by the Shareholders. The Shareholders voted unanimously in favor of the dissolution, which was sufficient for approval pursuant to florida law.

IN WITNESS WHEREOF I have hereunto subscribed my name and affixed the seal of said corporation, this 3rd day of September, 2006.

GROUP TITLE, INC.,

By


MIREYA SAIZ, PRESIDENT

CORPORATE RESOLUTION

We, the undersigned officers/directors/representatives of GROUP TITLE, INC., a Florida Corporation organized and existing under the laws of the State of Florida,

DO HEREBY CERTIFY that at a meeting of the Board of Directors of said Company, duly held on August 18, 2006, a quorum being present, the following resolutions were adopted and that the said resolutions have been entered upon the regular minute book of said corporation, are in accordance with the by-laws and are now in full force and effect to wit:

RESOLVED, that GROUP TITLE, INC., is hereby dissolved and Articles of Dissolution, together with any other pertinent documentation will be filed with the Division of Corporations, forthwith.

FURTHER RESOLVED, The Board of Directors of the Company has ratified and approved the subject transaction, and authorized MIREYA SAIZ to execute any and all documentation with respect thereto. The shareholder(s) of said Company have also authorized and approved the subject transaction. The Company is duly incorporated, existing and operating under the laws of the State of Florida and is in good standing under the laws of said state.

I HEREBY CERTIFY that the foregoing resolutions are fully in accord with and pursuant to the by laws of said corporation.

IN WITNESS WHEREOF I have hereunto subscribed my name and affixed the seal of said corporation, this 13th day of September, 2006.

GROUP TITLE, INC.,

By 
MIREYA SAIZ, PRESIDENT

PLAN OF LIQUIDATION AND DISTRIBUTION OF **GROUP TITLE, INC.**

Authorization for Dissolution

1. On August 18, 2006 the Board of Directors of the Corporation adopted a resolution that the Corporation be dissolved. The recommendation of dissolution was approved by the Shareholders of the Corporation at a properly noticed meeting on August 18, 2006.

Approval and Adoption of the Plan

2. The Board of Directors of the Corporation has determined that it is in the best interest of the Corporation and of its shareholders that the liquidation of the Corporation and the distribution of its assets be made in accordance with a formal plan of liquidation and distribution to be accomplished within a twelve (12) month period, under which **GROUP TITLE, INC.**, shall be completely liquidated and dissolved, all of its known debts and liabilities shall be paid or otherwise distributed to its shareholders, according to their respective interests, in complete redemption and cancellation of all of the Corporation's shares. This plan shall become effective on September 1, 2006, hereinafter called the "effective date".

Cessation of Business

3. After the effective date, the Corporation shall cease to carry on business, except to the extent necessary to properly wind up its affairs and to preserve the value of its business and assets pending liquidation and distribution.

Exchange of Assets

4. After the effective date, the Board of Directors and the Officers of the Corporation shall distribute all of the assets of the Corporation to the shareholders in exchange for their stock. The Board of Directors and the officers of the Corporation may execute any instruments that are necessary to transfer title to the property and assets.

Payment of Debts and Liabilities

5. Prior to making any distribution of corporate assets to the shareholders, the Board of Directors and the officers shall pay all of the known or ascertainable debts and liabilities of the Corporation.

Distribution of Assets

6. After payment of, or provision for, all of the known debts and liabilities of the Corporation, the Board of Directors and officers of the Corporation shall distribute the remaining corporate assets to the shareholders of record in the following manner: (1) with respect to any cash, by distributing to each shareholder a proportion of the cash equal to the proportion that the shares owned by the shareholder on the effective date bears to the total issued and outstanding shares of the Corporation; and (2) with respect to assets other than cash, by distributing to each shareholder an undivided interest in each of the assets equal to the proportion that the shares owned by the shareholders on the effective date bears to the total issued and outstanding shares of the Corporation.

The distribution shall be made to the shareholders on the following conditions: (1) that, on demand made by the Board of Directors, each shareholder properly endorse and surrender, for cancellation, the certificate or certificates evidencing ownership of the shareholder's shares; and (2) that the distribution shall be in complete satisfaction of the rights of each shareholder as a shareholder of the Corporation.

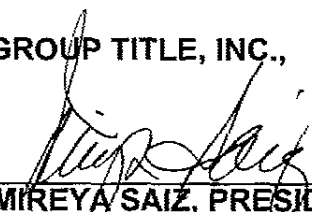
Powers of Directors and Officers

7. The Board of Directors and the officers of the Corporation shall carry out the provisions of this plan and shall take all actions that are necessary or advisable to effect the complete liquidation of the Corporation and its dissolution in accordance with Internal Revenue Service Code Section 331, including the execution of such instruments as may be required to vest title to the asset in the shareholders and the execution of all documents required by law to be filed to effect the dissolution of the Corporation.

Dated: September 13th, 2006.

GROUP TITLE, INC.,

By


MIREYA SAIZ, PRESIDENT