

PD5000134979

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

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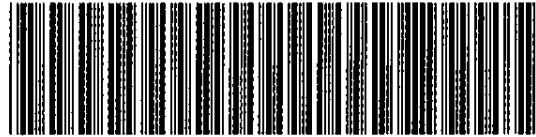
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

dijs
B. Boullet

MAR 27 2008

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Dissolution of Boca Fashions, Inc.

DOCUMENT NUMBER: P05000134979

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

Please return all correspondence concerning this matter to the following:

William G. Essig, Esq.

(Name of Contact Person)

Perez, Goran & Rodriguez, P.A.

(Firm/Company)

95 Merrick Way, Suite 610

(Address)

Coral Gables, Florida 33134

(City/State and Zip Code)

For further information concerning this matter, please call:

William G. Essig, Esq. at (305) 667-9878

(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 the following articles of dissolution:

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

Boca Fashions, Inc.

SECOND: The document number of the corporation (if known): P05000134979

THIRD: The date dissolution was authorized: 2/12/08

Effective date of dissolution if applicable: 2/12/08

(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 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: _____

(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)

(Typed or printed name of person signing)

(Title of person signing)

Filing Fee: \$35

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06 MAR 25 AM 8:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CORPORATE RESOLUTION AND UNANIMOUS CONSENT OF
THE SHAREHOLDERS OF BOCA FASHIONS, INC.**

Pursuant to the authority contained in Sections 607.0704 and 607.1402 of the Florida Statutes ("Florida Business Corporation Act"), the undersigned, all of the shareholders (the "Shareholders") of Boca Fashions, Inc., a Florida corporation (the "Company"), do hereby waive all formal requirements, including the necessity of holding a formal meeting, and any requirements that notice of such meeting be given, and do hereby adopt, approve and consent to the resolutions set forth below, to the same extent and with the same force and effect as if adopted at a formal meeting of the Shareholders and the Board of Directors, respectively, of the Company, duly called and held for the purpose of acting upon proposals to adopt such resolutions.

I. DISSOLUTION OF COMPANY

WHEREAS, the Shareholders of the Company, Luis E. Guerrero and Alfredo Bagnara, desire to dissolve the Company;

RESOLVED, that the Shareholders of the Company, Luis E. Guerrero and Alfredo Bagnara, hereby approve, ratify, and confirm dissolution of the Company.

IN WITNESS WHEREOF, the undersigned have duly executed this corporate action on this ____ day of January, 2008.

SHAREHOLDERS:



Luis E. Guerrero

Alfredo Bagnara

**CORPORATE RESOLUTION AND UNANIMOUS CONSENT OF
THE SHAREHOLDERS OF BOCA FASHIONS, INC.**

Pursuant to the authority contained in Sections 607.0704 and 607.1402 of the Florida Statutes ("Florida Business Corporation Act"), the undersigned, all of the shareholders (the "Shareholders") of Boca Fashions, Inc., a Florida corporation (the "Company"), do hereby waive all formal requirements, including the necessity of holding a formal meeting, and any requirements that notice of such meeting be given, and do hereby adopt, approve and consent to the resolutions set forth below, to the same extent and with the same force and effect as if adopted at a formal meeting of the Shareholders and the Board of Directors, respectively, of the Company, duly called and held for the purpose of acting upon proposals to adopt such resolutions.

I. DISSOLUTION OF COMPANY

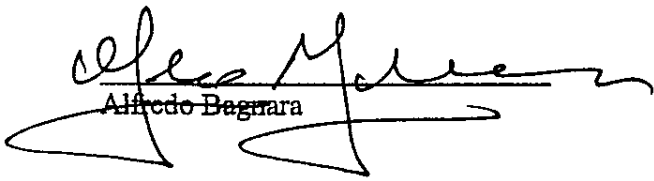
WHEREAS, the Shareholders of the Company, Luis E. Guerrero and Alfredo Bagnara, desire to dissolve the Company;

RESOLVED, that the Shareholders of the Company, Luis E. Guerrero and Alfredo Bagnara, hereby approve, ratify, and confirm dissolution of the Company.

IN WITNESS WHEREOF, the undersigned have duly executed this corporate action on this ____ day of ^{February}~~January~~, 2008.

SHAREHOLDERS:

Luis E. Guerrero



Alfredo Bagnara