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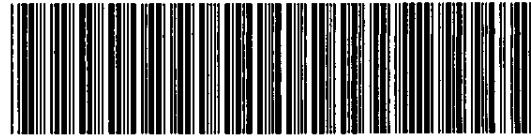
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12-29-11

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: FORMFAB ENGINEERING, INC.

DOCUMENT NUMBER: P06000155096

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

Please return all correspondence concerning this matter to the following:

LAWRENCE D. FELDER, ESQ.

(Name of Contact Person)

LAWRENCE D. FELDER, PA

(Firm/Company)

1840 SE 1ST AVENUE

(Address)

FORT LAUDERDALE, FLORIDA 33316

(City/State and Zip Code)

For further information concerning this matter, please call:

LAWRENCE D. FELDER at (954) 524-8808

(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:

FORMFAB ENGINEERING, INC.

SECOND: The document number of the corporation (if known): P06000155096

THIRD: The date dissolution was authorized: DECEMBER 22, 2011

Effective date of dissolution if applicable: DECEMBER 23, 2011

(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

SHAREHOLDERS AND DIRECTORS

(voting group)

Signature: J. William Box

(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)

J. WILLIAM BOX

(Typed or printed name of person signing)

President/Director

(Title of person signing)

Filing Fee: \$35

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SECRETARY OF STATE
TALLAHASSEE FL 32399

**Minutes of the Joint Special Meeting of Stockholders and Directors
of
FORMFAB ENGINEERING, INC.**

At Meeting To Liquidate and Dissolve

The Board of Directors and Stockholders of FORMFAB ENGINEERING, INC., a Florida corporation, met at the offices of the corporation on DECEMBER 21, 2011 at 10:00AM, pursuant to a call of the meeting by the President. Present were a quorum of the Stockholders and a quorum of the members of the Board of Directors.

The President of the corporation, J. WILLIAM BOX, presided as Chairman of the meeting and J. WILLIAM BOX, its Secretary, acted as such.

The Chairman called the meeting to order and the Secretary thereupon presented and read the Waiver of Notice to the meeting signed by all the Stockholders and Directors of the corporation, which was ordered to be made part of the minutes of this meeting.

The Chairman announced that the purpose of the meeting was to discuss and act upon a proposal to adopt a plan of liquidation and dissolution of the corporation and to sell the principal assets of the corporation.

After discussion and review, the following resolutions were unanimously adopted by the Board of Directors and the holders of 100% of the issued and outstanding shares of the stock of the corporation.

BE IT RESOLVED AS FOLLOWS:

1. That in the judgment of the Board of Directors and the Shareholders of the corporation it is deemed advisable and for the benefit of the corporation that it be liquidated and dissolved.

2. That a plan of liquidation be and it hereby is formulated to affect such liquidation and dissolution as hereinafter provided.

3. That the liquidation and dissolution be in accordance with applicable provisions of the Internal Revenue Code of 1954, as amended, and in accordance with the provisions of Sections 607.257 and 607.261 of the Florida Statutes, and that the officers of the corporation are hereby authorized to file a copy of these resolutions and such certificates as may be necessary to dissolve this corporation-with-the Secretary of State of the State of Florida.

4. That the officers of the corporation are authorized to sell and otherwise liquidate any and all of the properties and assets of the corporation which in their judgment should be sold or liquidated to facilitate the liquidation of the corporation.

5. That the officers of the corporation, i. e., the President and Secretary, are hereby authorized to execute any and all deeds of conveyance, and any other documents that may be necessary to effectively transfer and convey such properties

and assets, upon such terms and conditions as may be approved by the Board of Directors.

6. That after effecting such sales and providing for the proper debts of the corporation, that any remaining assets of the corporation be distributed to the Stockholders of the corporation as soon as possible, but in no event later than the termination of a one (1) month period, commencing on the date of these resolutions.

7. That the officers of the corporation are hereby authorized and directed to pay all such fees and taxes, and to do or cause to be done such acts and things as they may deem necessary or proper in order to carry out the liquidation and dissolution of the corporation, and to fully effect the purposes of the foregoing resolutions.

8. That the accountants for the corporation shall file all necessary tax returns and forms with the District Director of Internal Revenue in Chamblee, Georgia, together with a certified copy of these resolutions.

9. That the accountants for the corporation shall assist those Shareholders who desire to have their gain taxed as provided in Section 333 of the Internal Revenue Code of 1954, as amended, for federal income tax purposes, in preparing form 964 and filing same with the Internal Revenue Service within a period of 30 days from the date of this meeting.

There being no further business before the meeting, the meeting was duly adjourned.

J. William Box
Secretary 12/21/11

J. William Box
Chairman 12/21/11

**Waiver of Notice of Joint Special Meeting of
Stockholders and Directors
of
FORMFAB ENGINEERING, INC.**

We, the undersigned, being the Stockholders and Directors of FORMFAB ENGINEERING, INC., a Florida corporation, hereby severally waive notice of the time, place and purpose of a joint special meeting of the Stockholders and Directors of the corporation and consent and agree that it be held at the offices of the corporation on DECEMBER 21, 2011 at 10:00AM for the purpose of discussing and adopting a proposed plan of liquidation and dissolution of corporation, and for the purpose of transacting any business which may come before the meeting.

DATED: DECEMBER 21, 2011

J. William Box
Stockholder

Stockholder

Stockholder

J. William Box
Director

Director

Director

Ratification of Minutes

We, the undersigned, being all of the Directors and Shareholders of FORMFAB ENGINEERING, INC., a Florida corporation, do hereby ratify, approve and confirm all that has occurred at the joint special meeting held on DECEMBER 21, 2011 at 10:00AM, at the offices of the corporation, the minutes of which we have read and in signification of such approval, ratification, and confirmation and of our assent to all acts taken at said meeting, do hereby sign our names hereto.

J. William Box
Stockholder 12-21-11

Stockholder

Stockholder

J. William Box
Director 12-21-11

Director

Director