

P080004475/

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

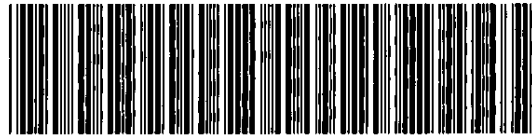
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



500155736245

05/11/09--01030--030 \*\*35.00

EFFECTIVE DATE  
5-15-09

2009 MAY 11 PM 2:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

D.S.

*[Handwritten signature]*

5/15/09

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** The Palms Restaurant & Lounge, Inc.

**DOCUMENT NUMBER:** PP08000044751

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

Please return all correspondence concerning this matter to the following:

James M. Stewart, Esq.

(Name of Contact Person)

Attorney At Law

(Firm/Company)

1211 The Plaza

(Address)

Singer Island, Florida 33404

(City/State and Zip Code)

For further information concerning this matter, please call:

James M. Stewart, Esq.

(Name of Contact Person)

at ( 561 ) 842-2477

(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

EFFECTIVE DATE  
5-15-09

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:

The Palms Restaurant & Lounge, Inc.

SECOND: The document number of the corporation (if known): P08000044751

THIRD: The date dissolution was authorized: May 7, 2009

Effective date of dissolution if applicable: May 15, 2009

(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

N/A

(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)

John Giaco

(Typed or printed name of person signing)

President

(Title of person signing)

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2009 MAY 11 PM 2:10

FILED

Filing Fee: \$35

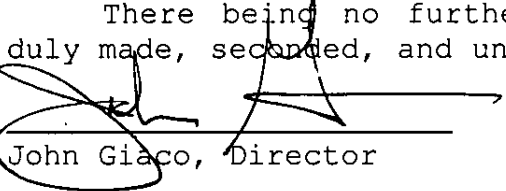
**MINUTES OF THE 2009 SPECIAL MEETING  
OF  
THE SHAREHOLDERS AND BOARD OF DIRECTORS  
OF  
THE PALMS RESTAURANT & LOUNGE, INC.**

A Special Meeting of the Shareholders and the Board of Directors of THE PALMS RESTAURANT & LOUNGE, INC. was held on the date, time, and place as set forth in the written waiver of notice. Said waivers are attached to the minutes of this meeting.

The meeting was called to order by the Chairman. The Chairman then advised of the decision to dissolve THE PALMS RESTAURANT & LOUNGE, INC.

Upon the vote of those present at the meeting, John Giaco, being all the Directors and Shareholders of THE PALMS RESTAURANT & LOUNGE, INC., the decision was made to draft the Articles of Dissolution of THE PALMS RESTAURANT & LOUNGE, INC. and file same with the Secretary of State, Division of Corporations.

There being no further business, the meeting, on motion duly made, seconded, and unanimously carried, was adjourned.

  
\_\_\_\_\_  
John Giaco, Director

  
\_\_\_\_\_  
Date

**WAIVER OF NOTICE OF A 2009 SPECIAL JOINT MEETING  
OF  
THE SHAREHOLDERS AND BOARD OF DIRECTORS  
OF  
THE PALMS RESTAURANT & LOUNGE, INC.**

We, the undersigned, being all of the Directors and Shareholders of THE PALMS RESTAURANT & LOUNGE, INC. hereby agree and consent that a special meeting of the Shareholders and Board of Directors of THE PALMS RESTAURANT & LOUNGE, INC. be held on the date and time and at the place designated hereunder, and do hereby waive all notice whatsoever of such meeting and of any adjournment or adjournments thereof.

We do further agree and consent that any and all lawful business may be transacted at such meeting, or at any adjournment or adjournments thereof, as may be deemed advisable by the Directors present at such meeting. Any business transacted at such meeting, or at any adjournment or adjournments thereof, shall be valid and legal and of the same force and effect as if such meeting or adjournment meeting were held after notice.

Place Of Meeting: 13205 U.S. Hwy One, Suite 101  
Juno Beach, Florida 33408

Date Of Meeting: May 5, 2009

Time Of Meeting: 11:00 a.m.

Purpose Of Meeting: Articles of Dissolution of  
THE PALMS RESTAURANT & LOUNGE, INC.

  
\_\_\_\_\_  
John Giaco, Director

  
\_\_\_\_\_  
Date