

Florida Department of State

Division of Corporations
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H17000014802 3)))



H170000148023ABCX

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850)617-6380

From:

Account Name : CHAIRES, BROODERSON & GUERRERO, P.L.
Account Number : I20060000163
Phone : (407)834-2777
Fax Number : (407)834-2778

DISSOLUTION OR WITHDRAWAL PHYSICIANS COLLABORATIVE ASSOCIATES, INC.

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$35.00

RECEIVED

17 JAN 17 AM 11:08

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED
2017 JAN 17 AM 9:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Electronic Filing Menu

Corporate Filing Menu

Help

CH170000148023))

**STATE OF FLORIDA
SECRETARY OF STATE**

**ARTICLES OF DISSOLUTION
OF PHYSICIANS COLLABORATIVE ASSOCIATES, INC.,
A FLORIDA CORPORATION**

Pursuant to § 607.1403, Florida Statutes, Physicians Collaborative Associates, Inc., a Florida corporation ("PCA"), submits and files these Articles of Dissolution with the following information:

1. Attached hereto as *Exhibit 1* and made part hereof is a certified copy of the Plan of Dissolution and Complete Liquidation for the dissolution of PCA described herein.
2. The sole shareholder and the sole director approved and adopted the Plan of Dissolution and Complete Liquidation of PCA on December 31, 2016.
3. The effective date of the Dissolution and Complete Liquidation shall be December 31, 2016, at 5:00 p.m., E.S.T.

Date: December 12, 2016.

PHYSICIANS COLLABORATIVE ASSOCIATES,
INC., a Florida corporation

By: _____

Alan D. Durr, MD., President

FILED
2017 JAN 17 AM 9:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CH170000148023))

((H170000148023))

Exhibit 1
PHYSICIANS COLLABERATIVE ASSOCIATES, INC.
PLAN OF DISSOLUTION AND COMPLETE LIQUIDATION

(1) The Corporation elects to wind up its affairs, dissolve, and be completely liquidated in accordance with §607.1402 et seq., of the Florida Business Corporation Act, §331 of the Internal Revenue Code of 1986, as amended, and this Plan of Dissolution and Complete Liquidation (the "Plan").

(2) The Corporation shall not hereafter engage in any business activity, except for the purpose of preserving the value of its assets, winding up its affairs, and distributing its assets in accordance with the Plan. The directors now in office, and, at their pleasure, the officers now in office, shall continue in office solely for these purposes.

(3) The officers of the Corporation are authorized, at their discretion, to sell any or all of the assets and properties of the Corporation for such consideration and upon such terms and conditions as they may determine.

(4) After paying or making provision for all liabilities and obligations of the Corporation, the officers of the Corporation shall distribute to the shareholders of the Corporation, in cash or in kind, or partly in cash and partly in kind, all remaining assets of the Corporation. Such distribution shall be structured as to timing as to avoid losses attendant upon liquidation of the Corporation.

(5) The distribution in complete liquidation shall be in payment and exchange for, and in complete cancellation of, all of the issued and outstanding Common Shares of the Corporation, and the shareholders shall surrender their certificates for Common shares of the Corporation for formal cancellation upon receipt of the final distribution made hereunder (other than final distribution made from any contingent liability account established in the discretion of the officers of the Corporation).

(6) The officers of the Corporation shall file with the Florida Department of State Articles of Dissolution at such time as they may deem appropriate, but not later than December 31, 2016.

(7) The officers of the Corporation are authorized and empowered to execute and file all instruments, documents, papers, tax returns, and reports, and to do any and all things, and take any and all actions that they may deem necessary or desirable in order to carry out the purposes and intents of this Plan.

((H170000148023))

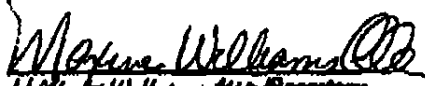
((H170000148023))

PHYSICIANS COLLABORATIVE ASSOCIATES, INC.

CERTIFICATE

THE UNDERSIGNED HEREBY CERTIFIES that he is the duly elected, qualified, and acting Secretary of **PHYSICIANS COLLABORATIVE ASSOCIATES, INC.**, a Florida corporation, ("Corporation") and that attached hereto as *Exhibit 1* and made part hereof, is a true and correct copy of the Plan of Dissolution and Complete Liquidation for the dissolution of the Corporation, which was duly adopted by unanimous consent of the sole shareholder and sole director, in accordance with applicable law.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand this 12 day of December, 2016.


Mark Williams, Secretary

((H170000148023))