

Division of Corporations

Page 1 of 1

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.

(((H15000306662 3)))



H150003066623ABC\$

**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 : SHUTTS & BOWEN, LLP  
Account Number : 076447000313  
Phone : (305) 358-6300  
Fax Number : (305) 347-7750

DISSOLUTION OR WITHDRAWAL  
ANGERTON CORPORATION

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$43.75

Electronic Filing Menu

Corporate Filing Menu

Help

FILED  
DEC 30 AM 8:14  
DIVISION OF STATE  
CORPORATIONS  
TALLAHASSEE, FLORIDA

DEC 31 2015  
T. LEMIEUX  
15 DEC 30 PM 2:14

DIS

H15000306662 3

**ARTICLES OF DISSOLUTION  
OF  
ANGERTON CORPORATION**

1. The name of this corporation is ANGERTON CORPORATION.
2. ANGERTON CORPORATION elected to dissolve pursuant to the Written Consent of its Sole Director and Sole Shareholder, which Written Consent was authorized on December 30, 2015. A copy of such Written Consent is attached hereto. The dissolution was approved by sole Shareholder. The number of votes cast for dissolution for sufficient for approval.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Dissolution on this 30<sup>th</sup> day of December, 2015.

  
Miguel A. Capriles, Director

FILED  
DEC 30 AM 8:14  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

H15000306662 3

**UNANIMOUS WRITTEN CONSENT  
OF THE  
SOLE SHAREHOLDER AND SOLE DIRECTOR  
OF  
ANGERTON CORPORATION**

The undersigned, being the sole Shareholder and sole Director of ANGERTON CORPORATION, a Florida corporation (hereinafter the "Corporation"), does hereby consent to the adoption and approval of the following resolutions:

Appointment of Officer

RESOLVED, that the person whose name is set forth below be, and such person hereby is, appointed to the office set forth opposite such person's name, such person to hold such office until the next annual meeting of the shareholders of the Corporation and until such person's successors are appointed and have qualified, or until such person's earlier resignation or removal:

Miguel A. Capriles - President

Adoption of Plan of Complete Liquidation and Dissolution

WHEREAS, the sole Director of the Corporation deems it advisable and in the best interests of the Corporation and its sole Shareholder that the Corporation be completely liquidated and dissolved;

WHEREAS, the sole Director finds that it is advisable to adopt a plan of complete liquidation in accordance with the requirements of the Internal Revenue Code of 1986, as amended; and

WHEREAS, the sole Shareholder of the Corporation deems it advisable and in her best interest that the Corporation be completely liquidated and dissolved in accordance with the Plan of Complete Liquidation.

NOW, THEREFORE, BE IT RESOLVED, that the Corporation be completely liquidated in accordance with the provisions of the Internal Revenue Code of 1986, as amended, and pursuant to the following Plan of Complete Liquidation:

1. The officer of the Corporation is authorized and directed to proceed promptly to wind up the Corporation's affairs by collecting all of its assets and paying or providing for the payment of all of its liabilities.

2. As soon as practicable, the officer of the Corporation shall wind up the affairs of the Corporation; pay or provide for the payment of any of its remaining liabilities; establish a reserve in a reasonable amount to meet any known liabilities and liquidating expenses, if he deems such a reserve to be desirable; and distribute at the direction of the sole Shareholder of the Corporation in cancellation of its shares, any remaining assets of the

H15000306662 3

Corporation (including, but not limited to, the Corporation's real property) subject to any remaining unpaid liabilities.

3. If a reserve is established to meet claims against the Corporation, the officer of the Corporation shall arrange for the distribution of any unused balance of such reserve to the Shareholder as soon as practicable.

4. The officer of the Corporation is authorized and directed to file Form 966, Corporate Dissolution or Liquidation, with the Internal Revenue Service together with a certified copy of this Resolution, within 30 days after the date hereof.

5. The officer of the Corporation is authorized and directed to file such other forms and documents required by the State of Florida, including, but not limited to, Articles of Dissolution, and by the federal government, including tax returns, as soon as possible after distribution of the Corporation's remaining assets.

FURTHER RESOLVED, that the officer of the Corporation, be, and he hereby is, authorized and directed to execute whatever instruments and documents, and take whatever additional actions he deems necessary or appropriate to carry out the intent and accomplish the purposes of the foregoing Resolution.

Effective Date: December 30, 2015

SOLE SHAREHOLDER AND SOLE DIRECTOR:

Miguel A. Capriles