

P1300062457

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

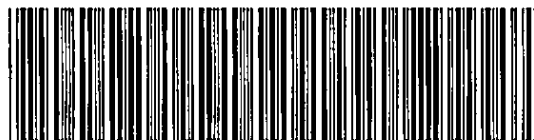
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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2018 NOV 13 P 4 37
TALLAHASSEE, FLORIDA

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TALLAHASSEE

Dis: 5510

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: _____

DOCUMENT NUMBER: P13000062457

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

Please return all correspondence concerning this matter to the following:

HAROLD JONAS

(Name of Contact Person)

(Firm/Company)

215 NW 1st Ave

(Address)

Delray Beach FL 33444

(City/State and Zip Code)

For further information concerning this matter, please call:

HAROLD JONAS

(Name of Contact Person)

at (561-441-5004

(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:

CLIENT CARE SOLUTIONS, INC.

SECOND: The document number of the corporation (if known): P130000062457

THIRD: The date dissolution was authorized: MAY 15, 2018

Effective date of dissolution if applicable: _____
(no more than 90 days after dissolution file date)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

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)

HAROLD JONAS

(Typed or printed name of person signing)

PRESIDENT

(Title of person signing)

FILED
2018 NOV 13 P 4:37
MILWAUKEE COUNTY
CLERK OF CIRCUIT COURT

**UNANIMOUS WRITTEN CONSENT OF
THE SOLE SHAREHOLDER OF
CLIENT CARE SOLUTIONS, INC.**

May 15, 2018

The undersigned, constituting the sole shareholder ("Shareholder") of Client Care Solutions, Inc., a Florida corporation ("Corporation"), pursuant to Sections 607.0704 and 607.1403 of the Florida Business Corporation Act ("FBCA"), hereby takes the following actions by written consent in lieu of a meeting as of the date shown above:

Assignment and Assumption Agreement; Dissolution of Corporation.

WHEREAS, the Shareholder believes it is in the best interests to assign all of the assets and liabilities of the Corporation to Sober Network Inc., a Delaware corporation and affiliate of the Corporation ("SNI"), and

WHEREAS, the Shareholder believes it to be in the best interests to thereafter dissolve the Corporation, and the President or his designee is hereby authorized and directed to file the Certificate of Dissolution and any other documents required to legally dissolve the Corporation with the Florida Department of State, as soon as practicable after the date hereof.

NOW, THEREFORE, be it

RESOLVED, that the Shareholder authorizes the disposition of all the assets and liabilities of the Corporation to SNI and the execution of the Assignment and Assumption Agreement, substantially in the form attached as Exhibit "A", with such changes as the Board of Directors shall authorize; and

RESOLVED FURTHER, that the Corporation shall be dissolved as soon as practicable thereafter, and the Board of Directors is hereby authorized and directed to take all actions and do all things necessary, including filing the Certificate of Dissolution and all other documents and the payment of all such fees to accomplishment the same.

This consent is effective as of the date first shown above.

SOLE STOCKHOLDER:



Harold Jonas

**UNANIMOUS WRITTEN CONSENT OF
THE BOARD OF DIRECTORS OF
CLIENT CARE SOLUTIONS, INC.**

May 15, 2018

The undersigned, constituting the sole member of the Board of Directors ("**Board**") of Client Care Solutions, Inc., a Florida corporation ("**Corporation**"), pursuant to Sections 617.0701 and 617.1402 of the Florida Business Corporation Act ("**FBCA**"), hereby takes the following actions by written consent in lieu of a meeting as of the date shown above:

Assignment and Assumption Agreement; Dissolution of Corporation.

WHEREAS, the Shareholder has determined it to be in the best interests to assign all of the assets and liabilities of the Corporation to Sober Network Inc., a Delaware corporation and affiliate of the Corporation ("**SNi**"), and thereafter to dissolve the Corporation, and has directed the Board to carry out these actions:

NOW, THEREFORE, be it

RESOLVED, that the Corporation is authorized and directed to dispose of all its assets and liabilities by entering into the Assignment and Assumption Agreement with SNI (the "**Agreement**"), substantially in the form attached as Exhibit "A", and the President shall execute and deliver the Agreement with such changes as he shall deem necessary, and any changes made shall be evidence of his authority to do so; and


RESOLVED FURTHER, that the President shall file, or direct the filing of, all necessary documents to effect and evidence the dissolution, including a Certificate of Dissolution with the Florida Department of State, and appropriate forms and notices of dissolution with the Internal Revenue Service and other parties and taxing authorities as soon as practicable, and the President is hereby authorized and directed to take all actions and do all things necessary, including payment of all such fees to accomplish the same.

Omnibus.

RESOLVED, that the President is hereby authorized, directed and empowered to execute and deliver on behalf of the Corporation any and all such further documents, certificates, and instruments on behalf of the Corporation, and to take all such further actions, and to pay on behalf of the Corporation all such expenses that he determines to be necessary or desirable in order to carry out the foregoing resolutions, the execution and delivery of any such documents, certificates, and instruments, the taking of any such actions, and the payment of any such expenses to be conclusive evidence of that determination.

This consent is effective as of the date first shown above.

SOLE DIRECTOR:



Harold Jonas