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(Requestor's Name)

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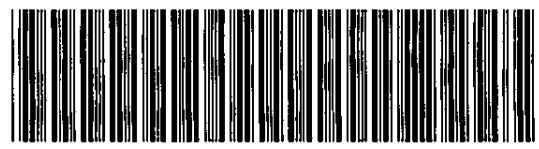
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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14 AUG 19 PM 2:20
TALLAHASSEE, FLORIDA

Dissolution w/notice

AUG 25 2014
T. CARTER

KANE BALLMER & BERKMAN, P.A.

A PROFESSIONAL ASSOCIATION

www.kbblaw.com

113 S. MONROE STREET; 1ST FLOOR

TALLAHASSEE, FLORIDA 32301

TELEPHONE (855) 498-8554

FACSIMILE (850) 201-7101

August 15, 2014

Via Express Delivery

Florida Department of State
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

RE: Dissolution of Kane, Ballmer & Berkman, P.A. (Document No. P13000084601) & Permission for Immediate Assumption or Use of Its Corporate Name

To Whom It May Concern:

Enclosed are the requisite documents required by the Florida Department of State, Division of Corporations ("Division of Corporations") for (i) the dissolution of Kane, Ballmer & Berkman, P.A. in accordance with Section 607.1402, Florida Statutes, and (ii) the immediate assumption or use of its corporate name by Kane, Ballmer & Berkman, a law corporation, in accordance with Section 607.1405(4), Florida Statutes, as a foreign corporation.

Specifically, please find enclosed the Cover Letter, Articles of Dissolution, and Notice of Corporate Dissolution completed on forms obtained from the Division of Corporations' internet website for the immediate dissolution of Kane, Ballmer & Berkman, P.A.

In addition, enclosed is a true and correct copy of Resolution No. 14-1 approved jointly by the Board of Directors and the Shareholders of Kane, Ballmer & Berkman, P.A. at their meeting conducted on October 15, 2014, approving (i) the immediate dissolution of Kane, Ballmer & Berkman, P.A. in accordance with Section 607.1402, Florida Statutes, and (ii) the immediate assumption or use of its corporate name by Kane, Ballmer & Berkman, a law corporation, in accordance with Section 607.1405(4), Florida Statutes, as a foreign corporation. In this regard, immediately upon the official dissolution of Kane,

Ballmer & Berkman, P.A., Kane, Ballmer & Berkman, a law corporation, established under the laws of the State of California, will submit to the Division of Corporations for processing the requisite Cover Letter and "Application By Foreign Corporation For Authorization To Transact Business In Florida" on forms obtained from the Division of Corporations' internet website.

Also enclosed is a check for \$52.50 made payable to the Florida Department of State for the Filing Fee, Certificate of Status, and Certified Copy of which an additional copy of the completed forms is enclosed.

Please do not hesitate to contact me with any questions or comments regarding the above matters or should you need additional information.

Sincerely,



Kendall D. Levan, Esq.

Enclosures:

- (1) Original Cover Letter, Articles of Dissolution, and Notice of Corporate Dissolution.
- (2) Copy of Original Cover Letter, Articles of Dissolution, and Notice of Corporate Dissolution.
- (3) Copy of Joint Resolution No. 14-1.
- (4) Check for \$52.50 made payable to Florida Department of State.

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Dissolution of Kane, Ballmer & Berkman, P.A.

DOCUMENT NUMBER: P13000084601

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

Please return all correspondence concerning this matter to the following:

Murray O. Kane

(Name of Contact Person)

Kane, Ballmer & Berkman

(Firm/Company)

515 S. Figueroa Street; Suite 780

(Address)

Los Angeles, California 90071

(City/State and Zip Code)

For further information concerning this matter, please call:

Murray O. Kane

(Name of Contact Person)

at (**213**) **617-0480**

(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:
Kane, Ballmer & Berkman, P.A.

SECOND: The document number of the corporation (if known): P13000084601

THIRD: The date dissolution was authorized: August 15, 2014

Effective date of dissolution if applicable: _____
(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

(voting group)

Signature: Murray O. Kane
(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)

Murray O. Kane
(Typed or printed name of person signing)

President
(Title of person signing)

Filing Fee: \$35

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
14 AUG 18 PM 2:20

Notice of Corporate Dissolution

This notice is submitted by the dissolved corporation named below for resolution of payment of unknown claims against this corporation as provided in s. 607.1407, F.S.

This "*Notice of Corporate Dissolution*" is optional and is not required when filing a voluntary dissolution.

Name of Corporation: Kane, Ballmer & Berkman, P.A.

Date of dissolution will be the date the dissolution is filed with the Department of State or as specified in the *Articles of Dissolution*.

Description of information that must be included in a claim:

All claims must be made in writing and include the claim amount,
the specific nature and basis of the claim,
and the claim origination date.

Mailing address where claims can be sent: (Claims cannot be sent to the Division of Corporations)

515 S. Figueroa Street; Suite 780
Los Angeles, California 90071

A claim against the above named corporation will be barred unless a proceeding to enforce the claim is commenced within 4 years after the filing of this notice.

Murray O. Kane

Printed Name of the Person Filing

Murray O. Kane

Signature of the Person Filing

Fee: No charge if included with Articles of Dissolution. If filed separately \$35.00

RESOLUTION NO. 14-1

A JOINT RESOLUTION OF THE BOARD OF DIRECTORS AND SHAREHOLDERS OF KANE, BALLMER & BERKMAN, P.A. AUTHORIZING THE IMMEDIATE DISSOLUTION OF KANE, BALLMER & BERKMAN, P.A. AND APPROVING THE IMMEDIATE ASSUMPTION OR USE OF ITS CORPORATE NAME BY KANE, BALLMER & BERKMAN, A LAW CORPORATION, AS A FOREIGN CORPORATION

WHEREAS, Kane, Ballmer & Berkman, P.A. is a professional association duly organized under the laws of the State of Florida, and incorporated to do business in the State of Florida as of October 14, 2013; and

WHEREAS, the Board of Directors of Kane, Ballmer & Berkman, P.A. has the right, duty and responsibility to act on behalf of such corporation and to adopt resolutions regarding the operation of the corporation; and

WHEREAS, the Shareholders of Kane, Ballmer & Berkman, P.A. are the same persons who serve as the Board of Directors of Kane, Ballmer & Berkman, P.A.; and

WHEREAS, by this Resolution, the Board of Directors desires to approve, and recommends to the Shareholders of Kane, Ballmer & Berkman, P.A. that they approve, (i) the immediate dissolution of Kane, Ballmer & Berkman, P.A. in accordance with Section 607.1402, Florida Statutes, and (ii) the immediate assumption or use of its corporate name by Kane, Ballmer & Berkman, a law corporation, in accordance with Section 607.1405(4), Florida Statutes, as a foreign corporation; and

WHEREAS, by this Resolution, the Shareholders of Kane, Ballmer & Berkman, P.A. desire to approve (i) the immediate dissolution of Kane, Ballmer & Berkman, P.A. in accordance with Section 607.1402, Florida Statutes, and (ii) the immediate assumption or use of its corporate name by Kane, Ballmer & Berkman, a law corporation, in accordance with Section 607.1405(4), Florida Statutes, as a foreign corporation.

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors and the Shareholders of Kane, Ballmer & Berkman, P.A. as follows:

Section 1. The foregoing recitals are true and correct and are a substantive part of this Resolution.

Section 2. The Board of Directors approves, and recommends to the Shareholders of Kane, Ballmer & Berkman, P.A. that they approve, (i) the immediate dissolution of Kane, Ballmer &

Berkman, P.A. in accordance with Section 607.1402, Florida Statutes, and (ii) the immediate assumption or use of its corporate name by Kane, Ballmer & Berkman, a law corporation, in accordance with Section 607.1405(4), Florida Statutes, as a foreign corporation.


Section 3. The Shareholders of Kane, Ballmer & Berkman, P.A. approve (i) the immediate dissolution of Kane, Ballmer & Berkman, P.A. in accordance with Section 607.1402, Florida Statutes, and (ii) the immediate assumption or use of its corporate name by Kane, Ballmer & Berkman, a law corporation, in accordance with Section 607.1405(4), Florida Statutes, as a foreign corporation.

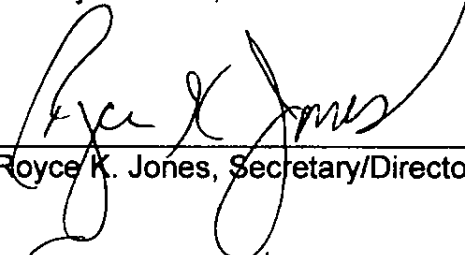
Section 4. The Board of Directors and the Shareholders of Kane, Ballmer & Berkman, P.A. authorize and direct the President or his designee (i) to take all actions and to execute any and all documents, instruments, and agreements necessary or desirable on behalf of Kane, Ballmer & Berkman, P.A. as approved by the President, including without limitation the Articles of Dissolution and correspondence to the Florida Department of State, Division of Corporations, in order to implement and effectuate the corporate dissolution, the assumption or use of its corporate name, and all other actions approved by this Resolution; and (ii) to administer Kane, Ballmer & Berkman, P.A.'s obligations, responsibilities, and duties to be performed pursuant to this Resolution and all documents, instruments, and agreements required by the State of Florida.

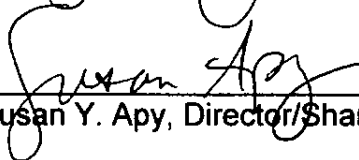
Section 5. If any provision of this Resolution or the application of any such provision to any person or circumstance is held invalid, such invalidity shall not affect other provisions or applications of this Resolution that can be given effect without the invalid provision or application, and to this end the provisions of this Resolution are severable. The Board of Directors and the Shareholders of Kane, Ballmer & Berkman, P.A. declare that they would have adopted this Resolution irrespective of the invalidity of any particular portion of this Resolution.


Section 6. This Resolution shall take effect upon the date of its adoption.

PASSED, APPROVED, AND ADOPTED by the Board of Directors and the Shareholders of Kane, Ballmer & Berkman, P.A. at their meeting held on the 15th day of August, 2014:

Dated: August 15, 2014 
Murray O. Kane, President/Director/Shareholder

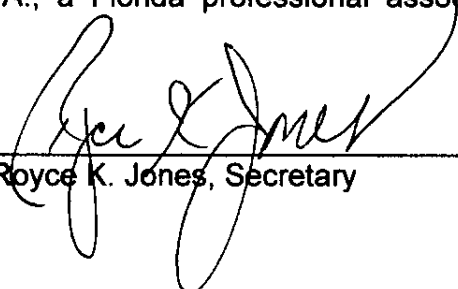
Dated: August 15, 2014 
Royce K. Jones, Secretary/Director/Shareholder

Dated: August 15, 2014 
Susan Y. Apy, Director/Shareholder

Dated: August 15, 2014 
Kendall D. Levan, Director/Shareholder
(formerly Kendall D. Berkey)

CERTIFICATE OF SECRETARY

I hereby certify that the foregoing is a true and correct copy of the Resolution duly adopted by the Board of Directors and each of the Shareholders of Kane, Ballmer & Berkman, P.A., a Florida professional association, as of August 15, 2014.

Dated: August 15, 2014 
Royce K. Jones, Secretary