

1/22/2019

Division of Corporations

Florida Department of State
Division of Corporations
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To:

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

From:

Account Name : C T CORPORATION SYSTEM
Account Number : FCA000000023
Phone : (614)280-3338
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**DISSOLUTION OR WITHDRAWAL
LARSON MANAGEMENT CONSULTING, INC.**

Certificate of Status	0
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SECRETARY OF STATE
TALLAHASSEE, FL

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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:
Larson Management Consulting, Inc.

SECOND: The document number of the corporation (if known): P14000078159

THIRD: The date dissolution was authorized: December 31, 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)

Kenneth R. Larson

(Typed or printed name of person signing)

President and CEO

(Title of person signing)

FILED

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**JOINT WRITTEN ACTION OF THE
BOARD OF DIRECTORS AND SHAREHOLDER OF
LARSON MANAGEMENT CONSULTING, INC.**

The undersigned, being all of the members of the Board of Directors (the "Board") and the sole shareholder of Larson Management Consulting, Inc., a Florida corporation (the "Corporation"), do hereby take the following actions pursuant to Chapter 607 of the Florida Business Corporation in lieu of a meeting of the Board:

Liquidation and Dissolution

WHEREAS, it is deemed in the best interests of the Corporation and the Shareholders that the Corporation be liquidated and dissolved; and,

WHEREAS, it is deemed in the best interests of the Corporation and the Shareholder to distribute all of the remaining assets of the Corporation, after provisions has been made for payment of all known creditors, to facilitate the dissolution of the Corporation;

NOW, THEREFORE, be it:

RESOLVED, that the Corporation shall cease to operate as a going concern effective as of December 31, 2018, and shall confine itself to concluding its business affairs, paying its debts, and distributing its then remaining property to its shareholder.

FURTHER RESOLVED, that the proper officers of the Corporation be, and they hereby are, authorized to sell or otherwise liquidate all of the remaining properties of the Corporation, if any.

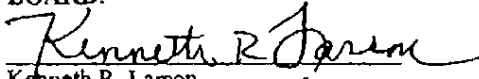
FURTHER RESOLVED, that the proceeds of such sale, if any, should be used to pay any remaining obligations of the Corporation and the balance distributed to the Shareholder.

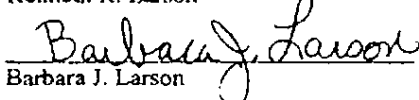
FURTHER RESOLVED, that the Corporation shall institute proceedings for its voluntary, out-of-court dissolution in accordance with Florida Statutes Chapter 607, and the proper officers of the Corporation be, and hereby are, authorized and directed to sign, acknowledge, and file such instruments, certificates, and other documents necessary to accomplish such dissolution.

FURTHER RESOLVED, that the actions provided for in the foregoing resolutions, providing for the complete dissolution and liquidation and the distribution of the assets of the Corporation, shall be commenced as soon as practicable, and such assets shall be distributed and the dissolution be completed as soon as practicable.

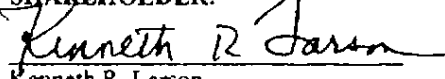
IN WITNESS WHEREOF, the undersigned have executed this Joint Written Action to be effective as of December 31, 2018.

BOARD:


Kenneth R. Larson


Barbara J. Larson

SHAREHOLDER:


Kenneth R. Larson