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Division of Corporations

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Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

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To:

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

From:

Account Name : RICARDO MARTINEZ-CID, P.A.
Account Number : 076640001666
Phone : (305) 632-1950
Fax Number : (305) 854-9788

DISSOLUTION OR WITHDRAWAL

SANTA MARIA RESOURCES OVERSEAS, INC.

Certificate of Status	1
Certified Copy	1
Page Count	05
Estimated Charge	\$52.50

RECEIVED
17 AUG 25 PM 4:44
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED
17 AUG 25 AM 9:33

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Corporate Filing Menu

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COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: SANTA MARIA RESOURCES OVERSEAS, INC.

DOCUMENT NUMBER: P15000004672

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

Please return all correspondence concerning this matter to the following:

RICARDO MARTINEZ-CID

(Name of Contact Person)

RICARDO MARTINEZ-CID, Professional Association

(Firm/Company)

2250 SW 3 Avenue, Ste. 203

(Address)

Miami, Florida 33129-2028

(City/State and Zip Code)

For further information concerning this matter, please call:

RICARDO MARTINEZ-CID

at (305) 632 1950

(Name of Contact Person)

(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:
SANTA MARIA RESOURCES OVERSEAS, INC.

SECOND: The document number of the corporation (if known): P15000004672

THIRD: The date dissolution was authorized: August 15, 2017

Effective date of dissolution if applicable: Date of filing with Florida Secretary of State.
(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)

MARCELO FRANCO, f/k/a MARCELO G. PRESTES FRANCO

(Typed or printed name of person signing)

President, Treasurer, Director

(Title of person signing)

FILED

17 AUG 25 AM 9:33



Filing Fee: \$35

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: SANTA MARIA RESOURCES OVERSEAS, INC.

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:

Name of Creditor, Creditor's address, telephone, and email, amount of claim, justification of claim.

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

MARCELO FRANCO, d/b/a MARCELO G. PRESTES FRANCO

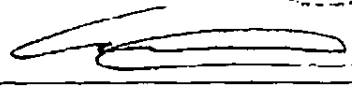
1900 SW 3rd Avenue

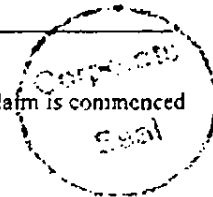
Miami, Florida 33129-2028

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.

MARCELO FRANCO, d/b/a MARCELO G. PRESTES FRANCO

Printed Name of the Person Filing


Signature of the Person Filing



INSTRUMENT PREPARED BY:
RICARDO MARTINEZ-CID P.A.
2250 SW 3 Avenue, Ste. 203
Miami, Florida 33129-2028
Telephone (305) 632 1950
mtnezcid@aol.com

**WAIVER OF NOTICE OF SPECIAL JOINT MEETING OF DIRECTORS
AND STOCKHOLDERS OF SANTA MARIA RESOURCES OVERSEAS, INC.**

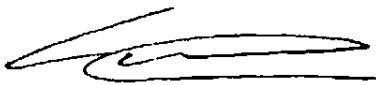
The undersigned, being the two (2) directors and only stockholders of **SANTA MARIA RESOURCES OVERSEAS, INC.**, a Florida corporation, (the "Corporation"), hereby agree and consent that the first special joint meeting of the Board of Directors and stockholders of the Corporation be held on the date and time and at the place designated hereunder, and do hereby waive all notice whatsoever of such meeting and of any adjournment or adjournments thereof.

We do further agree and consent that any and all lawful business may be transacted at such meeting or at any adjournment or adjournments thereof, as may be deemed advisable by the Directors present thereat, including the execution and filing of Articles of Dissolution for the Corporation with the Florida Secretary of State with the distribution of the Corporation's sole asset, Condominium Parcel No. Villa 7 in OCEANA KEY BISCAYNE CONDOMINIUM, according to the Declaration thereof, recorded July 29, 2014 in Official Records Book 29249, Page 603, Public Records of Miami-Dade County, Florida, as amended and/or supplemented from time to time, together with an undivided interest in the common elements appurtenant thereto, commonly known as 107 Reef Lane, Villa #7, Key Biscayne, Florida 33149, Tax Folio #24 4232 029 1490, to the Corporation's sole stockholders, **MARCELO G. FRANCO**, f/k/a **MARCELO G. PRESTES FRANCO** and **EDUARDA FALCI FRANCO**, his wife.

Any business transacted at such meeting or at any adjournment or adjournments thereof shall be as valid and legal and of the same force and effect as if such meeting or adjourned meeting were held after notice.

Place of Meeting: 1900 SW 3rd Avenue, Miami, Florida 33129-2028.
Date of Meeting: August 16, 2017.
Time of Meeting: 4:00 p.m.

IN WITNESS WHEREOF, this Waiver of Notice was executed in Miami, Florida, this August 16, 2017.


MARCELO G. FRANCO,
f/k/a MARCELO G. PRESTES FRANCO,
President,
Director and Stockholder

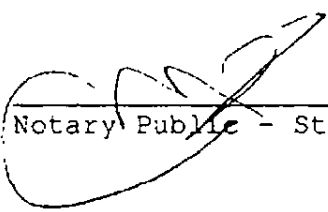

EDUARDA FRANCO,
f/k/a EDUARDA FALCI FRANCO
Secretary,
Director and Stockholder

State of Florida)
)
County of Miami-Dade)

SS.

The foregoing instrument was acknowledged, sworn to and subscribed before me by **MARCELO G. FRANCO**, f/k/a **MARCELO G. PRESTES FRANCO**, who is personally known to me, and **EDUARDA FALCI FRANCO**, Individually, who produced her Florida driver's license as identification, as Directors, and respectively as President and Secretary of **SANTA MARIA RESOURCES OVERSEAS, INC.**, a Florida corporation, for and on behalf of said corporation, under oath, this August 16, 2017.

(NOTARY SEAL)


Notary Public - State of Florida



INSTRUMENT PREPARED BY:
RICARDO MARTINEZ-CID P.A.
2250 SW 3 Avenue, Ste. 203
Miami, Florida 33129-2028
Telephone (305) 632 1950
mtnezcid@aol.com

**MINUTES OF SPECIAL JOINT MEETING OF STOCKHOLDERS AND DIRECTORS OF
SANTA MARIA RESOURCES OVERSEAS, INC.**

The special joint meeting of the stockholders and Board of Directors of **SANTA MARIA RESOURCES OVERSEAS, INC.**, a Florida corporation, the "Corporation") was held on the date and time and at the place set forth in the written waiver of notice signed by all of the Directors, fixing such time and place, and prefixed to the minutes of this meeting.

There was present at the meeting, **MARCELO G. FRANCO**, f/k/a **MARCELO G. PRESTES FRANCO** and **EDUARDA FALCI FRANCO**, being the only stockholders and members of the Board of Directors.

The meeting was called to order by **MARCELO G. FRANCO**, f/k/a **MARCELO G. PRESTES FRANCO**. It was moved, seconded and unanimously carried that **MARCELO G. FRANCO**, f/k/a **MARCELO G. PRESTES FRANCO**, as President of the Corporation act as chairperson, and as **EDUARDA FALCI FRANCO**, Secretary of the Corporation act as secretary of the meeting.

The President of the Corporation thereupon assumed the Chair, and the Secretary of the Corporation assumed the duties of secretary of the meeting.

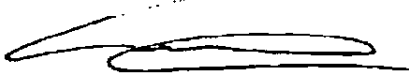
WHEREUPON, upon motion duly made, seconded and unanimously carried, it was


RESOLVED, for the Corporation to execute and file Articles of Dissolution for the Corporation with the Florida Secretary of State, and distribute the Corporation's sole asset, Condominium Parcel No. Villa 7 in OCEANA KEY BISCAYNE CONDOMINIUM, according to the Declaration thereof, recorded July 29, 2014 in Official Records Book 29249, Page 603, Public Records of Miami-Dade County, Florida, as amended and/or supplemented from time to time, together with an undivided interest in the common elements appurtenant thereto, commonly known as 107 Reef Lane, Villa #7, Key Biscayne, Florida 33149, Tax Folio #24 4232 029 1490, to the Corporation's sole stockholders, **MARCELO G. FRANCO**, f/k/a **MARCELO G. PRESTES FRANCO** and **EDUARDA FALCI FRANCO**, as husband and wife.

IT WAS FURTHER RESOLVED, for the President of the Corporation, **MARCELO G. FRANCO**, f/k/a **MARCELO G. PRESTES FRANCO**, execute any documents reasonably required to proceed to the dissolution of the Corporation and the distribution of its sole asset, as hereinabove provided.

There being no further business to come before the meeting, upon motion duly made, seconded and unanimously carried, the meeting was adjourned.

Dated: August 16, 2017.


MARCELO G. FRANCO,
f/k/a **MARCELO G. PRESTES FRANCO**
President,
Director and Stockholder

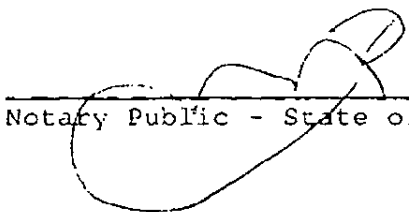

EDUARDA FRANCO,
f/k/a **EDUARDA FALCI FRANCO**
Secretary,
Director and Stockholder



State of Florida)
) SS.
County of Miami-Dade)

The foregoing instrument was acknowledged, sworn to and subscribed before me by **MARCELO G. FRANCO**, f/k/a **MARCELO G. PRESTES FRANCO**, who is personally known to me, and **EDUARDA FALCI FRANCO**, who produced her Florida driver's license as identification, individually, and as Directors, and respectively as President and Secretary of **SANTA MARIA RESOURCES OVERSEAS, INC.**, a Florida corporation, for and on behalf of said corporation, under oath, this August 16, 2017.

(NOTARY SEAL)


Notary Public - State of Florida

