

P20 000034985

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

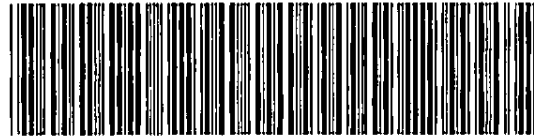
(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Authorization date
Signature
Complete notice

Office Use Only



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2022 FEB -7 PM 12:23

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Dissolution

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Dissolve Florida Corporation - Intuizi, Inc.

DOCUMENT NUMBER: P20000034985

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

Please return all correspondence concerning this matter to the following:

Jeff Pescatello

(Name of Contact Person)

Intuizi, Inc

(Firm/Company)

390 North Orange Avenue Suite 2300

(Address)

Orlando, FL 32801

(City/State and Zip Code)

For further information concerning this matter, please call:

Jeff Pescatello

at (917-653-0325

(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
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

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2022 FEB - 7 PM 12:23



FLORIDA DEPARTMENT OF STATE
Division of Corporations

RECEIVED

2022 FEB -7 PM 1:38

SECRETARY OF STATE
TALLAHASSEE, FL

January 12, 2022

JEFF PESCATELLO
INTUIZI, INC.
390 NORTH ORANGE AVENUE, SUITE 2300
ORLANDO, FL 32801

SUBJECT: INTUIZI, INC.
Ref. Number: P20000034985

We have received your document for INTUIZI, INC. and your check(s) totaling \$52.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must state the date the dissolution was authorized.

Section 607.1407 or 617.1047, Florida Statutes, requires a Notice of Corporate Dissolution contain a description of the information that must be included in a claim.

We must have an actual signature not a printed signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Diane Cushing
Senior Section Administrator

Letter Number: 922A00000992

ACTION BY WRITTEN CONSENT OF SHAREHOLDERS

INTUIZI, INC.

a Florida Corporation

The undersigned, being a shareholder of Intuizi, Inc., a Florida corporation (the "Corporation"), acting pursuant to Sections 607.0704 of the Florida Business Corporation Act (the "FBCA") and the Corporation's bylaws, does hereby waive all formal requirements, including the necessity of holding a formal or informal meeting, and any requirements that notice of such meeting be given, and does hereby consent to the adoption and approval of the following actions:

WHEREAS, the undersigned shareholder is exchanging all of his/her shares of Intuizi, Inc., a Florida corporation for shares of Intuizi, Inc. a Delaware corporation pursuant to a capitalization plan.

WHEREAS, the members (the "Directors") of the Board of Directors of the Corporation deems it is deemed advisable and for the benefit of the Corporation to liquidate and dissolve the Corporation in accordance with section 607.1402 of the FBCA.

WHEREAS, the undersigned shareholder deems it advisable and in the best interests of the Corporation to dissolve the Corporation on or before December 31, 2021.

NOW, THEREFORE, BE IT RESOLVED that the Dissolution of the Corporation is hereby approved.

BE IT FURTHER RESOLVED that the undersigned shareholders hereby waive the receipt of any formal proposal to dissolve required pursuant to Section 607.1402 of the FBCA.




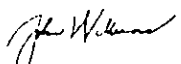




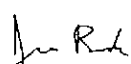
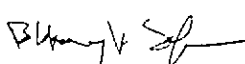

BE IT FURTHER RESOLVED that the Directors are authorized, without further action by the Shareholders, to do and perform or cause the officers of the Corporation (the "Officers"), subject to approval by the Directors, to do and perform any and all acts, and make, execute, deliver, or adopt any and all agreements, resolutions, conveyances, certificates, and other documents of every kind that are deemed necessary, appropriate, or desirable, in the absolute discretion of the Directors, to implement the complete liquidation and winding up of the business and affairs of the Corporation, and making final payments and closing any tax accounts or other obligations required by any state or federal law or regulation to effect the winding up of the Corporation's business and affairs and the dissolution of the Corporation, including, but not limited to, filing Internal Revenue Service ("IRS") Form 966 with the IRS and the articles of dissolution with the Florida Department of State, Division of Corporations.

This Written Consent shall be filed with the minutes of the proceedings of the stockholders and shall have the same force and effect as a vote of the stockholders at a meeting duly held.

By executing this Written Consent of the stockholders each stockholder is giving written consent with respect to all shares of the Corporation's capital stock of each class and series held by such stockholder in favor of the above resolutions. This Written Consent may be executed in any number of counterparts each of which shall constitute an original and all of which together shall constitute one action. Any copy, facsimile or other reliable reproduction of this action may be substituted or used in lieu of the original writing for any and all purposes for which the original writing could be used; provided however, that such copy, facsimile or other reproduction must be a complete reproduction of the entire original writing. This Written Consent shall be effective as of the first date on which it is signed by holders representing a sufficient number of shares of the Corporation's capital stock to approve the action herein, which date shall then be entered in the place provided on the first page hereof.

IN WITNESS WHEREOF, the undersigned shareholder has executed the foregoing Action by Written Consent as of December 15, 2021 for the purpose of consenting thereto.

SHAREHOLDERS:

 <hr/> Ron Donaire Date: 12 / 22 / 2021	 <hr/> Jeff Pescatello Date: 12 / 22 / 2021
 <hr/> Dave Katz Date: 12 / 22 / 2021	 <hr/> John Williams Date: 12 / 22 / 2021
 <hr/> Alex Lavrentev Date: 12 / 23 / 2021	 <hr/> Bill Gorski Date: 12 / 24 / 2021
 <hr/> Karlin Linhardt Date: 12 / 23 / 2021	 <hr/> Tony Weisman Date: 12 / 22 / 2021
 <hr/> James Reach Date: 12 / 30 / 2021	 <hr/> Blakeney Sanford Date: 12 / 22 / 2021
 <hr/> Dean Wolf Date: 12 / 29 / 2021	

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:

Intuizi, Inc.

SECOND: The document number of the corporation (if known): P20000034985

THIRD: The date dissolution was authorized: 12/31/2021

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: Dissolution was approved by the shareholders, in the manner required by this chapter and the articles of incorporation.

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)

Jeff Pescatello

(Typed or printed name of person signing)

Director

(Title of person signing)

Filing Fee: \$35

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FLORIDA