

P93000068746

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

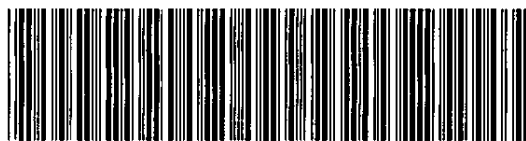
(Document Number)

Certified Copies \_\_\_\_\_

Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



200152328772

04/30/09--01027--020 \*\*43.75

FILED  
09 APR 30 PM 2:09  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

B. McKnight MAY 07 2009

**P. MICHAEL MANNING**  
Attorney At Law  
101 S.E. Sixth Avenue, Suite B  
Delray Beach, FL 33483-5261  
561-276-1989/ Fax 561-276-4550

April 28, 2009

Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**RE: FLEMING, KENNETH W. (Bus.-Corp.)**

**SUBJECT: FLEMING ENTERPRISES OF SOUTH FLORIDA, INC.**

**DOCUMENT NUMBER: P93000068746**

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

Please return all correspondence concerning this matter to the following:

Name of Contact Person: P. Michael Manning, Esq.

Firm/Company: P. Michael Manning, Attorney at Law

Address: 101 S.E. 6<sup>th</sup> Ave., Suite B  
Delray Beach, FL 33483

For further information concerning this matter, please call:

Name of Contact Person: Kenneth W. Fleming

Daytime Telephone Number: 954-868-1169 (cell)

Enclosed is a check payable to **Florida Department of State** for the following amount:

\_\_\_\_\_ \$35.00 Filing Fee

☒ \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed)

\_\_\_\_\_ \$52.50 Filing Fee, Certificate of Status & Certified Copy (Additional copy is enclosed)

**ARTICLES OF DISSOLUTION  
OF  
FLEMING ENTERPRISES OF SOUTH FLORIDA, INC.**

Pursuant to Florida Statutes 607.1403, the Corporation adopts these Articles of  
Dissolution:

1. The name of the corporation as currently filed with the Florida Department of State: **FLEMING ENTERPRISES OF SOUTH FLORIDA, INC.**

The document number of the corporation (if known): **P93000068746.**

2. The Corporation has only two Directors, Officers and Shareholders all being KENNETH W. FLEMING and ELIZABETH S. FLEMING.
3. On this same date all Board Members, Officers and Shareholders signed a Written Statement authorizing the corporation to:
- a. be dissolved **today**.
  - b. take all appropriate action to wind up the Corporation's business and to liquidate all assets and affairs of the business,
  - c. discharge all liabilities of the business,
  - d. distribute all remaining corporate assets to the Shareholders according to their interests,
  - e. close out its books,
  - f. file all required tax returns with the Internal Revenue Service,
  - g. file Articles of Dissolution with the Florida Secretary of State - Corporations Division.
  - h. authorize KENNETH W. FLEMING, as President, to sign and file Articles of Dissolution with the Florida Secretary of State, Corporations Division.

Dated this 17<sup>th</sup> day of April, 2008.

**FLEMING ENTERPRISES OF SOUTH  
FLORIDA, INC.**

By: Kenneth W. Fleming  
KENNETH W. FLEMING, President and  
Chairman of the Board of Directors

FILED  
09 APR 30 PM 2:09  
CLERK OF STATE  
TALLAHASSEE FLORIDA

STATE OF FLORIDA

COUNTY OF PALM BEACH

THE FOREGOING INSTRUMENT was acknowledged before me this 17 day of

April, 20 09, by, KENNETH W. FLEMING,

President and Chairman of the Board of Directors of FLEMING ENTERPRISES OF

SOUTH FLORIDA, INC., a Florida Corporation, for and on behalf of the Corporation,

who is personally known to me or who produced a \_\_\_\_\_

as identification.

NOTARY PUBLIC:

Sign Maria Talerico

Print MARIA TALERICO

State of Florida at large (seal)

My commission expires: 1-11-2012

NOTARY PUBLIC-STATE OF FLORIDA  
Maria Talerico  
Commission # DD728673  
Expires: JAN. 11, 2012  
Bonded Thru Atlantic Bonding Co., Inc.

FILED  
09 APR 30 PM 2:09  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

**WRITTEN CONSENT OF THE SHAREHOLDERS, OFFICERS AND DIRECTORS  
IN LIEU OF A SPECIAL MEETING TO DISSOLVE CORPORATION**

The undersigned, being all of the Shareholders, Directors and Officers of FLEMING ENTERPRISES OF SOUTH FLORIDA, INC., a Florida Corporation, d/b/a/ Above All A Good Roof, do hereby take and adopt the following actions in writing, without meeting:

1. The undersigned acknowledge that FLEMING ENTERPRISES OF SOUTH FLORIDA, INC., d/b/a Above All A Good Roof, is a duly organized and active Corporation in the State of Florida.
2. The Corporation is hereby dissolved and the Corporation shall cease all business other than to:
  - a. take all appropriate action to wind up the Corporation's business and to liquidate all assets and affairs of the business,
  - b. discharge all liabilities of the business,
  - c. distribute all remaining corporate assets to the Shareholders according to their interests,
  - d. close out its books,
  - e. file all required tax returns with the Internal Revenue Service,
  - f. file Articles of Dissolution with the Florida Secretary of State - Corporations Division,
  - g. take appropriate steps to notify State of Florida authorities that it has ceased doing business as Above All A Good Roof.

3. KENNETH W. FLEMING, as President of said Corporation, is duly authorized to execute for and on behalf of the Corporation the Articles of Dissolution of FLEMING ENTERPRISES OF SOUTH FLORIDA, INC., and to file the original with the Florida Department of State, Division of Corporations, with any required filing fee.

Dated this 17th day of April, 2009.

  
KENNETH W. FLEMING

  
ELIZABETH S. FLEMING

FILED  
09 APR 30 PM 2:09  
CLERK OF STATE  
TALLAHASSEE, FLORIDA