



Florida Department of State

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

R. WHITE from:

Account Name : HARPER, KYNES, GELLER, GREENLEAF & FRAYMAN, P.A.
Account Number : 070651000745
Phone : (727)799-4840
Fax Number : (727)797-8206

**DISSOLUTION OR WITHDRAWAL
JOHN HUSTON, INC.**

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF DISSOLUTION
OF
JOHN HUSTON, INC.

Pursuant to Florida Statutes Section 607.1402, the following Florida for-profit corporation (the "Corporation") submits these Articles of Dissolution to the Florida Secretary of State for the purposes of dissolving the Corporation in accordance with Chapter 607 of the Florida Statutes, and other laws of the State of Florida.

ARTICLE I
Name

The name of the Corporation as currently filed with the Florida Secretary of State is JOHN HUSTON, INC.

ARTICLE II
Document Number

The document number of the Corporation is P94000025797.

ARTICLE III
Filing Date for Articles of Incorporation

The filing date of the Articles of Incorporation for the Corporation was April 4, 1994.

ARTICLE IV
Date of Dissolution

The date the dissolution of the Corporation was authorized was March 9, 2016. The effective date for dissolution of the Corporation shall be the date these Articles of Dissolution are filed with the Florida Secretary of State.

ARTICLE V
Approval of Dissolution

Dissolution of the Corporation was approved by the shareholders of the Corporation on the date specified in Article IV. The number of votes cast for dissolution was sufficient for approval.

JOHN HUSTON, INC.


By: John Huston
Its: President

(SEAL)

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General Assignment of Rights... 1 / 1



**GENERAL ASSIGNMENT
OF RIGHTS AND PROPERTIES**

This GENERAL ASSIGNMENT OF RIGHTS AND PROPERTIES (this "Assignment") is made as of the 9th day of March, 2016, by JOHN HUSTON, INC., a Florida corporation (the "Corporation").

WITNESSETH:

WHEREAS, John Huston (the "Shareholder") voted on and approved the dissolution of the Corporation pursuant to Florida Statutes §607.1402 on March 9, 2016; and

WHEREAS, Articles of Dissolution for the Corporation have been filed, or will be filed, with the Florida Secretary of State; and

WHEREAS, the Corporation desires to transfer and assign all of its right, title, and interest in any and all properties now owned by the Corporation, or hereafter acquired by the Corporation, to the Shareholder in proportion to the Shareholder's ownership interest in the Corporation.

1. **General Assignment.** The Corporation hereby transfers and assigns all of its right, title, and interest in and to any and all property, real or personal, tangible or intangible, wherever located now owned, or hereafter acquired, by the Corporation, but specifically excluding any liabilities of the Corporation (collectively, the "Property"), to the following Shareholders in the following percentages:

<u>Shareholder Name(s)</u>	<u>Percentage(s)</u>
John Huston	100%

2. **Representations and Warranties.** The Corporation represents and warrants that Corporation is the owner of all of the Property described above and that the Corporation has the right to assign and transfer such Property to the full extent permitted under any written instrument regarding the foregoing or as provided by applicable law. This Assignment does not purport to assign and transfer any lease, executory contract, license, permit, or warranty which is not assignable or transferable by contract or law. The Corporation agrees to defend this Assignment against the claims of any and all persons whatsoever.

IN WITNESS WHEREOF, the Corporation has hereto signed this Assignment as of the day and year first above written.

JOHN HUSTON, INC.


By: John Huston
Its: President

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Unanimous Consent SH - diss... 1 / 1

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UNANIMOUS CONSENT TO ACTION WITHOUT A MEETING
OF THE SHAREHOLDERS OF
JOHN HUSTON, INC.

The undersigned, being all of the Shareholders of JOHN HUSTON, INC., a Florida corporation (the "Corporation"), finding it inconvenient to assemble in formal meeting, hereby waive prior notice of the actions described herein, and consent thereto, pursuant to the provisions of Section 607.0704 and Section 607.1402 of the Florida Statutes:

RESOLVED, that the Shareholders of the Corporation hereby recommend that it is in the best interest of the Corporation to cease business and dissolve in accordance with Florida Statutes Section 607.1402.

RESOLVED, that the Shareholders of the Corporation hereby authorize the Corporation to dissolve and to wind-up its business in accordance with applicable laws.

RESOLVED, that the Corporation shall file Articles of Dissolution with the Florida Secretary of State in accordance with Florida Statutes Section 607.1403.

RESOLVED, that the undersigned Shareholders shall surrender their stock certificate(s) (or, if no stock certificate(s), their shares of stock in the Corporation) to the Corporation in liquidation of their remaining interest in the Corporation.

RESOLVED, that the proper officers of the Corporation be, and hereby are, authorized, empowered and directed to take any measures to help wind up the affairs of the Corporation (as necessary), including the preparation and filing of any applicable state and/or federal tax returns, obtaining any applicable refunds, closing any accounts, cancelling any contracts, paying any creditors (if necessary), and any other business that still remains,

RESOLVED, that the proper officers of the Corporation be, and hereby are, authorized, empowered and directed, in the name and on behalf of the Corporation, under its corporate seal or otherwise, to take such action as they deem necessary and appropriate to carry out the intent and accomplish the purpose of the foregoing resolution.

DATED as of the 9 day of MARCH, 2016


John Huston, Shareholder

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