# P94000093502

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OUR FILE NUMBER: 35975.00001
OUR FILE NUMBER: 4772) 223-2245
WRITER'S E-Mail Address: pwilken@gunster.com

August 13, 2013

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

Re: Estate of Kyong Cha Hersey

Document no. P94000093502

Dear Sir or Madam:

Enclosed is the Articles of Dissolution for Windsong of Indian River, Inc. along with a copy of the Written Consent in Lieu of Special Meeting of the Shareholder of Windsong of Indian River, Inc. Also enclosed is a check in the amount of \$35.00 in payment of the Articles dissolution fee.

Thank you for your assistance.

Sincerely,

Trish Wilken, CP, FRP

Certified Paralegal

Enclosures

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# ARTICLES OF DISSOLUTION FOR WINDSONG OF INDIAN RIVER, INC.

Pursuant to Section 607.1403, Florida Statutes, Windsong of Indian River, Inc., a Florida profit corporation (the "Corporation"), submits the following articles of dissolution:

### Article I

The name of the corporation as currently filed with the Department of State is:

WINDSONG OF INDIAN RIVER, INC.

### Article II

The document number of the corporation is P94000093502.

## **Article III**

The date this dissolution was authorized is Muscle 9, 2013.

### **Article IV**

The articles of dissolution were duly adopted by written consent of the sole shareholder of the Corporation.

### Article V

There are no outstanding debts for the Corporation.

Signed this  $\frac{1}{9}$  day of March, 2013.

Maria S. Hersey, as President of Windsong of Indian River, Inc., and as Personal Representative of the Estate of Kyong Cha Hersey, sole shareholder

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# WRITTEN CONSENT IN LIEU OF A SPECIAL MEETING OF THE SHAREHOLDER OF WINDSONG OF INDIAN RIVER, INC.

Pursuant to Sections 607.0704 and 607.1402 of the Florida Business Corporation Act (the "Act"), the shareholder of Windsong of Indian River, Inc. submits as follows:

THE UNDERSIGNED, being the sole shareholder (the "Shareholder") and the sole member of the Board of Directors (the "Director") of WINDSONG OF INDIAN RIVER, INC., a Florida corporation (the "Corporation"), hereby consents and subscribes to the following acts and resolutions in lieu of a holding a formal special meeting regarding the same, pursuant to the Law. This instrument shall have the same force and effect as if the actions referred to herein had been taken at a timely called and duly held meeting of the same.

WHEREAS, the shareholder, MARIA S. HERSEY, AS PERSONAL REPRESENTATIVE OF THE ESTATE OF KYONG CHA HERSEY (the "Shareholder"), has deemed it to be in the best interests of the Corporation to discontinue all business and be dissolved and that the officers of the Corporation may take all steps necessary to consummate the dissolution of the Corporation; and

WHEREAS, to effectuate such dissolution, the Shareholder has deemed it to be in the bests interests of the Corporation to file with the Florida Department of State Articles of Dissolution in substantially the same form and substance of which are attached hereto as Exhibit "A."

NOW, THEREFORE, BE IT RESOLVED, that the Corporation shall discontinue all business and be dissolved and such dissolution be, and is hereby, approved, adopted, and confirmed in all respects; and be it further

**RESOLVED,** that the officers of the Corporation may take all steps necessary to consummate the dissolution of the Corporation; and be it further

**RESOLVED**, that the Articles of Dissolution attached hereto as Exhibit "A" be, and are hereby, approved, adopted, and confirmed in all respects; and be it further

**RESOLVED**, that the officers of the Corporation are hereby authorized and directed in the name of and on behalf of the Corporation to file the Articles of Dissolution with the Florida Department of State; and be it further

**RESOLVED**, that the proper officers of the Corporation are hereby authorized and directed, in the name of and on behalf of the Corporation, to (i) take any and all actions which in their discretion they may deem to be necessary or desirable to effectuate the foregoing resolutions and to carry out the purposes thereof and (ii) execute and deliver any and all certificates, agreements, instructions, notices or

other documents (all of which are to be in the form and substance as the officer executing the same may, upon advice of counsel, deem necessary or desirable) to effectuate the foregoing resolutions and to carry out the purposes thereof; and be it further

**RESOLVED**, that the signatures of the proper officers of the Corporation on all certificates, agreements, instructions, notices or other documents executed in connection with or pursuant to the foregoing resolutions shall be conclusive evidence of her authority to execute and deliver such certificates, agreements, instructions, notices or other documents; and be it further

**RESOLVED**, that any and all actions heretofore taken by the proper officers of the Corporation in connection with or pursuant to the foregoing resolutions are hereby approved, adopted, ratified and confirmed as the acts and deeds of the Corporation.

IN WITNESS WHEREOF, the undersigned hereby execute this Written Consent effective as of this 19 day of March, 2013.

MARIA S. HERSEY, AS PERSONAL REPRESENTATIVE OF THE ESTATE OF KYONG CHA HERSEY, as Shareholder and Director

By: Maria S. Hersey, Personal Representative