

P94000094392

(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



900180701529

11/19/10--01003--012 **43.75

Effective date
11-30-10

Voldis
Theris
11-22-10

2010 NOV 18 A 11:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: SWI International, Inc.

DOCUMENT NUMBER: P94000094392

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

Please return all correspondence concerning this matter to the following:

Michelle Thompson

(Name of Contact Person)

Chambliss, Bahner & Stophel, P.C.

(Firm/Company)

1000 Tallan Building, Two Union Square

(Address)

Chattanooga, Tennessee 37402-2500

(City/State and Zip Code)

For further information concerning this matter, please call:

Michelle Thompson at (423) 321-0490

(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

RECEIVED
10 NOV 18 AM 10:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF DISSOLUTION

OF

SWI INTERNATIONAL, INC.

Control Number: P94 000094392

FILED

2010 NOV 18 A 11:05

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

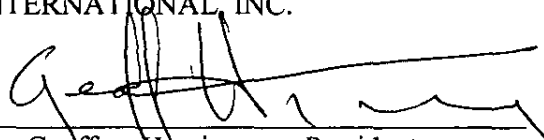
Pursuant to the provisions of Section 607.1403 of the Florida Business Corporation Act, the undersigned Corporation submits the following Articles of Dissolution:

- i) The name of the Corporation is SWI International, Inc.
- ii) The dissolution was authorized on November 16, 2010.
- iii) The resolution was duly adopted by the unanimous written consent of the Shareholders.
- iv) A copy of the resolution dated November 16, 2010 authorizing the dissolution is attached.
- v) The effective date of the dissolution shall be as of the close of business on November 30, 2010.

Executed on November 16, 2010.

SWI INTERNATIONAL, INC.

By:


Geoffrey Remingway, President

RESOLUTION TO DISSOLVE AND LIQUIDATE
BY
THE SHAREHOLDERS AND THE BOARD OF DIRECTORS
OF
SWI INTERNATIONAL, INC.

November 16, 2010

The undersigned, being all of the Shareholders and all of the Directors of SWI International, Inc. (the "Corporation"), consent to the following actions taken without a meeting, these consent actions to have the same force and effect as if the actions had been taken by unanimous vote at meetings of the Shareholders and the Board of Directors held on this date.

Dissolution and Termination. The following resolutions are adopted and approved by the unanimous vote of the Directors and the Shareholders:

RESOLVED, that the Board of Directors determines that it is in the best interest of the Corporation and its Shareholders that the Corporation be dissolved and liquidated under the provisions of Section 607.1402 *et seq.* of the Florida Business Corporation Act (the "Act"), effective as of the close of business on November 30, 2010, and recommends the dissolution and liquidation to the Shareholders;

RESOLVED, that the Shareholders authorize and approve the dissolution and liquidation of the Corporation under the provisions of the Act, effective as of the close of business on November 30, 2010; and

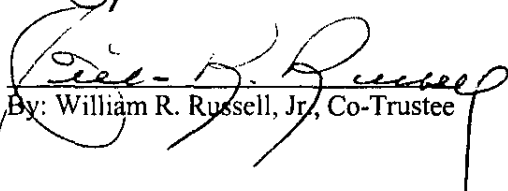
FURTHER RESOLVED, that the President, Geoffrey Hemingway, and/or the Vice President, Gary Hostetter, is authorized to take or cause to be taken all actions and to execute, deliver and file with appropriate officials (including the Secretary of State) all documents necessary to dissolve and terminate the Corporation, including, but not limited to, a Articles of Dissolution and Articles of Termination, necessary to effect the dissolution and termination of the Corporation, and the Secretary of the Corporation is authorized to take all other actions, to prepare and execute, deliver and file all documents that the Secretary deems necessary or advisable to carry out these resolutions.

IN WITNESS WHEREOF, the undersigned approve these actions by executing this written consent and the Secretary shall place these consent actions in the minute book of the Corporation.

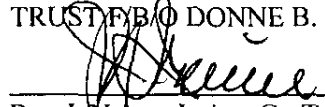
SHAREHOLDERS:

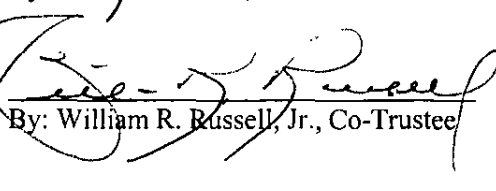
SPENCER H. WRIGHT, TRUSTEE
UNDER REVOCABLE TRUST
AGREEMENT DATED MAY 24, 2001


By: J. Nelson Irvine, Co-Trustee

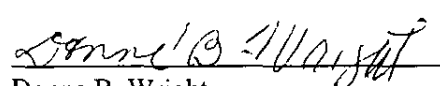

By: William R. Russell, Jr., Co-Trustee

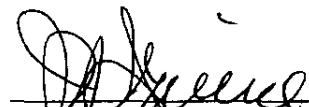
SPENCER H. WRIGHT IRREVOCABLE
TRUST FBO DONNE B. WRIGHT


By: J. Nelson Irvine, Co-Trustee


By: William R. Russell, Jr., Co-Trustee

DIRECTORS:


Donne B. Wright


J. Nelson Irvine


William R. Russell, Jr.