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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. CABA Investments, Inc.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

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NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input checked="" type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

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OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

C. COULLIETTE DEC 20 1999

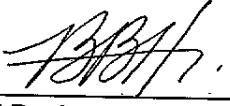
ARTICLES OF DISSOLUTION
OF
CABA INVESTMENTS, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name of this corporation is CABA INVESTMENTS, INC.
2. CABA INVESTMENTS, INC. elected to dissolve pursuant to the Written Consent of its sole Shareholder and Director, which Written Consent was effective as of November 2, 1999. A copy of the Unanimous Written Consent is attached hereto.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Dissolution on this 17 day of December, 1999.

CABA INVESTMENTS, INC., a Florida
corporation

By: 
Isabel Barbachano Herrero, President

(Corporate Seal)

WRITTEN CONSENT
OF THE
SOLE SHAREHOLDER AND DIRECTOR
OF
CABA INVESTMENTS, INC.

The undersigned, being the sole Shareholder and Director of CABA INVESTMENTS, INC., a Florida corporation (the "Corporation"), does hereby consent to the adoption and approval of the following resolutions:

Adoption of Plan of Complete Liquidation and Dissolution

WHEREAS, the Director of this Corporation deems it advisable and in the best interest of the Corporation and its Shareholder that the Corporation be completely liquidated and dissolved; and

WHEREAS, the Director finds that it is advisable to adopt a plan of complete liquidation in accordance with the requirements of the Internal Revenue Code of 1986, as amended; and

WHEREAS, the Shareholder of this Corporation deems it advisable and in her best interest that the Corporation be completely liquidated and dissolved in accordance with the Plan of Complete Liquidation presented to it by the Director of this Corporation, it is

RESOLVED, that the Corporation be completely liquidated in accordance with the provisions of the Internal Revenue Code of 1986, as amended, and pursuant to the following Plan of Complete Liquidation:

1. The officers of the Corporation are authorized and directed to proceed promptly to wind up the Corporation's affairs by collecting all of its assets and paying or providing for the payment of all of its liabilities.

2. As soon as practicable, the officers shall wind up the affairs of the Corporation; pay or provide for the payment of its liabilities; establish a reserve in a reasonable amount to meet any known liabilities and liquidating expenses; and distribute to the sole Shareholder in cancellation of her shares, Condominium Unit 3-C of the Grove Towers Condominium No. 1, located at 2843 South Bayshore Drive, Miami, Florida 33133.

3. If a reserve is established to meet claims against the Corporation, the officers shall arrange for the distribution of any unused balance of such reserve to the Shareholders as soon as practicable.

4. The officers of the Corporation are authorized and directed to file, or to have counsel for the Corporation file Form 966 with the Internal Revenue Service together with a certified copy of this Resolution, within 30 days after the date hereof.

5. The officers of the Corporation are authorized and directed to file all other forms and documents required by the State of Florida, including Articles of Dissolution, and the federal government, including tax returns, as soon as possible after distribution of all of the Corporation's assets.

FURTHER RESOLVED, that the transfer of the condominium unit described below by the Corporation to Isabel Barbachano Herrero in exchange for all of her outstanding capital stock in the Corporation be, and it hereby is, ratified, confirmed and approved.

Condominium Unit located at 2843 South Bayshore Drive, Miami, Florida 33133, legally described as follows:

Unit 3-C, of GROVE TOWERS CONDOMINIUM

NO. 1, according to the Declaration thereof, recorded in Official Records Book 11656, Page 3193, of the Public Records of Miami-Dade County, Florida

FURTHER RESOLVED, that the Isabel Barbachano Herrero, President, be, and she hereby is, authorized and directed to execute whatever instruments and documents, and take whatever additional action she deems necessary or appropriate to carry out the intent and accomplish the purposes of the foregoing Resolution.

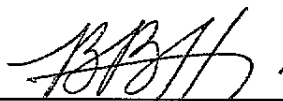
Waiver of Other Requirements

RESOLVED, that the preparation of annual financial statements for the Corporation, within any specific period of time, for this year and all prior years be, and it hereby is, waived.

Other Actions

RESOLVED, that any other actions taken by the Director and Officers of this Corporation since the last meeting of its Shareholder and Director be, and they hereby are, ratified, confirmed and approved.

Effective Date: November 2, 1999

A handwritten signature in dark ink, appearing to read 'IBH', is written over a horizontal line.

Isabel Barbachano Herrero,
Sole Shareholder and Director