

P95000096883
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*****35.00 *****35.00

CORPORATION NAME(S) AND DOCUMENT NUMBER(S) (if known):

Alley and Alley Chartered

File 1st

- ☐ Walk In
☐ Mail Out
☐ Will Wait
☐ Photocopy

☐ Pick Up Time

- ☐ Certified Copy
☐ Certificate of Status
☐ Certificate of Good Stand
☐ ARTICLES ONLY
☐ ALL CHARTER DOCS

RUSH

Document Examiner 1/28/98
Updater DON
Update 12/24
1/28/98

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

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

- ☐ Certificate of FICTITIOUS NAME
☐ FICTITIOUS NAME SEARCH
☐ CORP SEARCH

Ordered By: corrected file date

Date: From 3/12 to 1/29

wanted backdated originally 3/24/98

00672

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JAN 29 PM 3:15

RECEIVED
98 JAN 28 PM 1:53
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 29, 1998

UCC Filing & Search Services, Inc.
526 East Park Avenue
Tallahassee, FL 32301

SUBJECT: ALLEY AND ALLEY, CHARTERED
Ref. Number: P95000096883

We have received your document for ALLEY AND ALLEY, CHARTERED and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please include an affidavit to file with the Articles of Amendment for Alley Enterprises, Inc. stating that you are releasing the name Alley & Alley to Alley Enterprises, Inc. and that you do not plan on revoking the dissolution. The affidavit will need to be signed by an officer and notarized.

If you have any questions concerning the filing of your document, please call (850) 487-6907.

Annette Hogan
Corporate Specialist

Letter Number: 498A00005196

ARTICLES OF DISSOLUTION

OF

ALLEY AND ALLEY, CHARTERED

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JAN 29 PM 3:15

The undersigned corporation, in accordance with the Florida Business Corporation Act, hereby adopts the following Articles of Dissolution:

ARTICLE I. The name of the corporation is Alley and Alley, Chartered.

ARTICLE II. The dissolution was approved by the Shareholders and Directors of the Corporation by Written Action dated January 20th, 1998. The number of votes cast for dissolution was sufficient for approval.

ARTICLE III. The effective date of these Articles of Dissolution shall be the date and time such Articles of Dissolution are filed with the Florida Department of State.

ARTICLE IV. The Corporation hereby waives its rights to revoke its dissolution prior to the expiration of 120 days following the filing of these Articles of Dissolution.

IN WITNESS WHEREOF, the undersigned has executed and signed these Articles of Dissolution this 20th day of January, 1998.

Alley and Alley, Chartered

(CORPORATE SEAL)

By:

John-Edward Alley, President

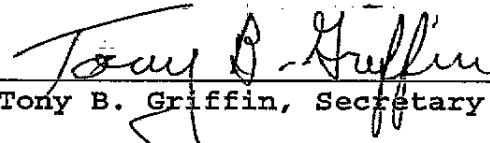
redemption and cancellation of all the outstanding capital stock of the Corporation, using their discretion as to how the assets and liabilities will be apportioned among the shareholders, but in no event shall they distribute to any shareholder net assets of a lesser value than is due him on a pro rata basis.


(d) That the proper officers of the Corporation shall file Articles of Dissolution pursuant to the Florida Business Corporation Act with the Secretary of the State of Florida.

(e) That the proper officers shall file all other forms and documents required by the State of Florida and the federal government, including tax returns, as soon as possible after distribution of the corporate assets.

(f) That the officers and directors of the Corporation are hereby approved, authorized, and directed to carry out the provisions of this resolution, and to adopt any further resolutions that may be necessary in liquidating and dissolving the Corporation in accordance with the expressed intent of the shareholders under the Plan adopted.

IN WITNESS WHEREOF, I have hereunto set my hand as Secretary of the Corporation and affix the corporate seal this 20th day of January, 1998.



Tony B. Griffin, Secretary

(CORPORATE SEAL)

CERTIFICATE

I HEREBY CERTIFY, that I am the duly elected and qualified Secretary of Alley and Alley, Chartered, a Florida professional service corporation (the "Corporation"), and that the following is a true and correct copy of the resolutions and actions duly adopted by Written Action of the Board of Directors and Shareholders of the Corporation in accordance with the Bylaws of the Corporation and the Florida Business Corporation Act on the 20th day of January, 1998; and I further certify that the resolutions and actions are still in full force and effect and have not been revoked:

1. WHEREAS, it is in the best interests of the Corporation that it be liquidated and its assets distributed to the Shareholders in accordance with the provisions of Section 331 of the Internal Revenue Code, as amended, now therefore, it is

RESOLVED, that the Corporation shall liquidate pursuant to the following Plan of Liquidation, (the "Plan"):

(a) That within thirty (30) days of the date of this resolution adopting this Plan of Liquidation, counsel of the corporation shall file Form 966 with the District Director of Internal Revenue, Atlanta, Georgia, together with a certified copy of this resolution.

(b) That the Corporation shall proceed as far as possible to collect all outstanding accounts receivable and to settle any claims against it.

(c) That as soon as practicable, the Corporation, by its duly authorized officers and directors, shall distribute all assets, subject to any unpaid liabilities including all costs of effecting and administering the Plan, to the shareholders in