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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

#### CHRISTOPHER D. HALE, P.A.

A FLORIDA PROFESSIONAL ASSOCIATION

CHRISTOPHER D. HALE \*

\* Also Admitted to Practice in: Maryland 633 SOUTHEAST THIRD AVENUE SUITE 302 FORT LAUDERDALE, FLORIDA 33301 TELEPHONE (954) 764-8604 FACSIMILE (954) 764-4731

July 31, 2009

Florida Department of State Amendment Section Division of Corporations P.O: Box 6327 Tallahassee, FL 32314

Re:

Dissolution of American Powder Coating, Inc.

Document No. P96000007929 FEI Number 65-0645073

Dear Sir or Madam:

Please be advised that this office represents American Powder Coating, Inc. Enclosed herewith please find the original Articles of Dissolution of American Powder Coating, Inc. for filing with your office, together with this firm's check no. 2937 in the amount of Thirty-five and 00/100 Dollars (\$35.00), representing the filing fee for the Articles of Dissolution on the referenced corporation.

Should you have any questions regarding this dissolution, please contact my office. Thank you for your prompt attention to this matter.

Very truly yours,

CHRISTOPHER D. HALE, P.A.

Christopher D. Hale

For the Firm

CDH/mfg Enclosures

cc: Robert A. Symington (w/enclosures)

## ARTICLES OF DISSOLUTION OF AMERICAN POWDER COATING, INC.

Pursuant to Section 607.1403, Florida Statutes, AMERICAN POWDER COATING, INC. (the "Corporation") submits the following Articles of Dissolution:

**FIRST:** The name of the Corporation is: AMERICAN POWDER COATING, INC.

**SECOND:** The document number of the corporation (if known): P96000007929

**THIRD:** Dissolution of the Corporation was authorized on July 31, 2009.

Effective date of dissolution: August 7, 2009.

FOURTH: A Plan of Dissolution was approved unanimously by the shareholders. The

number of votes cast for dissolution was sufficient for approval.

Dated this 31st day of July 2009.

By:

Robert A. Symington,

Sole Shareholder and Director

## NOTICE OF CORPORATE DISSOLUTION BY AMERICAN POWDER COATING, INC.

This notice is submitted by the dissolved corporation named below for resolution of payment of unknown claims against this Corporation as provided in Section 607.1407, Florida Statutes.

Name of Corporation:

AMERICAN POWDER COATING, INC.

The Date of Dissolution will be the date the Dissolution is filed with the Department of State or as specified in the Articles of Dissolution.

Description of information that must be included in a claim:

- 1. Claimant's name, address, telephone & fax numbers and contact person.
- 2. Date of loss or debt incurred.
- 3. Description and amount of claim.
- 4. All contracts, correspondence, or other documents related to claim.

Mailing address where claims can be sent:

Christopher D. Hale, Esq. Christopher D. Hale, P.A. 633 SE 3rd Ave, Suite 302 Fort Lauderdale, FL 33301

A claim against the above named Corporation will be barred unless a proceeding to enforce the claim is commenced within 4 years after the filing of this Notice.

Robert A. Symington, President Printed Name of the Person Filing

Signature of the Person Filing

### PLAN OF COMPLETE LIQUIDATION AND DISSOLUTION OF AMERICAN POWDER COATING, INC. (the "Corporation")

This is a plan for the complete liquidation and dissolution of AMERICAN POWDER COATING, INC., a corporation organized under the laws of the State of Florida.

- 1. The Corporation will cease all forms of doing business except those necessary to wind up its business affairs.
- 2. The Corporation's director and officers are authorized to carry out this plan, following its approval and adoption by the Shareholder, by executing, acknowledging and delivering all documents necessary to transfer the Corporation's assets, and by taking any other action that is necessary and authorized by law.
  - 3. After approval and adoption of this plan by the Shareholder:
    - (a) The officers and director will notify all the creditors and claimants against the Corporation whose identity is known, using the form prescribed by law.
    - (b) The district office of the IRS will be notified of Form 966 within thirty (30) days of the adoptions of the plan as required by Internal Revenue Code Section 6043.
- 4. After approval and adoption of this plan by the Shareholder, the Corporation will, if necessary, sell all its assets, if any, at public or private sale and will pay all its debts and liabilities out of the proceeds. Any sales of existing inventory may be in bulk to a single buyer and shall be in compliance with the applicable bulk sales act.
- 5. After approval and adoption of this plan by the Shareholder and the aforesaid sales of assets, the Shareholder will surrender his share certificates, which will be cancelled, and will receive any surplus of the amount received from the sale of the Corporation's assets over the Corporation's liabilities and any unsold assets of the Corporation.
- 6. Following approval and adoption of the plan by the Shareholder, the sale of assets by the Corporation and the surrender of stock by the Shareholder shall be carried out as expeditiously as practicable and, in any event, within the twelve (12) month period beginning on the date this plan is adopted by the Shareholder. However, the Corporation is entitled to retain enough cash and/or property to satisfy claims.

7. After the corporate assets have been sold and any surplus distributed, the Corporation will be dissolved and terminated pursuant to the laws of Florida. The officer and director will file any necessary certificate.

Dated this 31<sup>st</sup> day of July, 2009.

Robert A. Syrington, President

Robert A. Symington, Sole Director

and Shareholder