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Law Offices

Charles R. Scully

3835 Central Avenue  
St. Petersburg, Florida 33713

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Trial Practice - Personal Injury &  
Wrongful Death  
Trial Practice - General  
Criminal Law

CHARLES R. SCULLY

May 1, 1997

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

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-05/06/97--01004--015  
\*\*\*\*\*43.75 \*\*\*\*\*43.75

ATTN: Amendment Section

RE: Scully & Newman, P.A.  
3835 Central Ave.  
St. Petersburg, FL 33713

Dear Sir or Madam:

Enclosed please find completed Articles of Dissolution for the above referenced Corporation and check #23458 in the amount of \$ 43.75 the filing fee cost for same of \$ 35.00 and \$ 8.75 for a certificate of Status.

Please mail same to my attention at: 3835 Central Avenue  
St. Petersburg, FL 33713

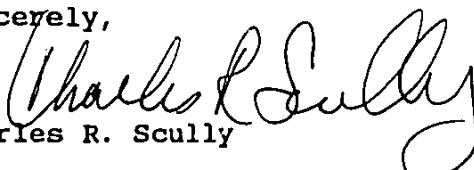
Should you require any additional information, please contact me at (813) 898-0818.

Thank you for your assistance in this matter.

Sincerely,

Charles R. Scully

Encs.



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97 MAY -5 AM 11:29  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

## ARTICLES OF DISSOLUTION

Pursuant to 607.1401, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST: The name of the corporation is: SCULLY & NEWMAN, P.A.

SECOND: The articles of incorporation were filed on: 12-30-96

THIRD: (CHECK ONE)

☐ None of the corporation's shares have been issued.

☒ The corporation has not commenced business.

FOURTH: No debt of the corporation remains unpaid.

FIFTH: The net assets of the corporation remaining after winding up have been distributed to the shareholders, if shares were issued.

SIXTH: Adoption of Dissolution (CHECK ONE)

☒ A majority of the incorporators authorized the dissolution

☐ A majority of the directors authorized the dissolution.

Signed this 2nd day of May, 19 97

Signature

Charles R. Scully  
(By the chairman or vice chairman of the board, president, or other officer - if there are no officers or directors, by an incorporator.)

CHARLES R. SCULLY

(Typed or printed name)

PRESIDENT & TREASURER

(Title)

SECRETARY  
TALLAHASSEE, FLORIDA

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**ARTICLES OF ORGANIZATION**  
**OF**  
**C.R.A. INVESTMENT GROUP, L.C.**

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97 MAY 12 PM 2:51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Florida Statutes Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

**ARTICLE 1 - NAME**

The name of the limited liability company shall be **C.R.A. INVESTMENT GROUP, L.C.**, ("Company").

**ARTICLE 2 - ADDRESS**

The principal place of business of the Company in Florida shall be 3038 Northwest 82 Avenue, Miami, Florida 33122 and the mailing address shall be the same.

**ARTICLE 3 - EFFECTIVE DATE**

These Articles of Organization shall be effective immediately upon approval of the Secretary of State, State of Florida.

**ARTICLE 4 - DURATION**

Subject to the provisions of Article 10, the Company's existence shall terminate no later than 30 years from its date of commencement, unless the Company is earlier dissolved as provided in these Articles of Organization.

**ARTICLE 5 - PURPOSES AND POWERS**

The general purpose for which the Company is organized is to investments and to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.



#### **ARTICLE 6 - REGISTERED OFFICE AND REGISTERED AGENT**

The initial address of registered office of this Company is AmeriLawyer® Chartered, at 343 Almeria Avenue, Coral Gables, Florida 33134. The name and address of the registered agent of this Company is AmeriLawyer® Chartered, 343 Almeria Avenue, Coral Gables, Florida 33134.

#### **ARTICLE 7 - CAPITAL AND ADDITIONAL CAPITAL CONTRIBUTIONS**

The actual amount of cash contributed by the members as of formation of the Company is \$1,000.00. Thereafter each member shall make additional capital contributions to the Company only upon the unanimous consent of all the members and pursuant to Florida Statute Section 608.412.

#### **ARTICLE 8 - ADMISSION OF NEW MEMBERS**

No additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and upon such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the Company as set forth in the regulations of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all the other members of the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

#### **ARTICLE 9 - TERMINATION OF EXISTENCE**

The Company shall be dissolved upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or manager, or upon the occurrence of any other event that terminates the continued membership of a member in the Company, unless the business of the Company is continued by the consent of all the remaining members, provided there are at least two remaining members.



## ARTICLE 10 - MANAGEMENT

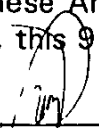
The Company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the Company. These regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization. The name and address of the members of the Company are:

|                          |                         |
|--------------------------|-------------------------|
| Cid Abreu                | Fernando H. Garcia      |
| 3038 Northwest 82 Avenue | Calle Ginebra           |
| Miami, Florida 33122     | QTA Graciela #37-40     |
|                          | California Sur          |
|                          | Caracas 1070, Venezuela |

|                          |                          |
|--------------------------|--------------------------|
| Marina G. Abreu          | Marina Abreu             |
| 3038 Northwest 82 Avenue | 3038 Northwest 82 Avenue |
| Miami, Florida 33122     | Miami, Florida 33122     |

|                          |                          |
|--------------------------|--------------------------|
| Ramiro A. Abreu          | Tatiana Abreu            |
| 3038 Northwest 82 Avenue | 3038 Northwest 82 Avenue |
| Miami, Florida 33122     | Miami, Florida 33122     |

**IN WITNESS WHEREOF**, The undersigned, authorized representatives of the members, have made and subscribed these Articles of Organization at , Florida, for the foregoing uses and purposes, this 9 day of May 1997.

  
\_\_\_\_\_  
Cid Abreu, Members

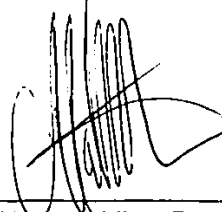
  
\_\_\_\_\_  
Fernando H. Garcia, Members



**ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF ORGANIZATION**

AmeriLawyer® Chartered, having a business office identical with the registered office of the Company name above, and having been designated as the Registered Agent in the above and foregoing Articles of Organization, is familiar with and accepts the obligations of the position of Registered Agent under Section 608.4155, Florida Statutes and other applicable Florida Statutes.

AmeriLawyer® Chartered



By: \_\_\_\_\_

Natalia Utrera, Vice President

ARTLIMES

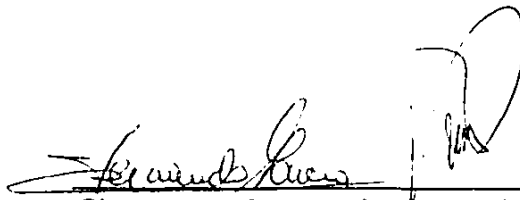
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97 MAY 12 PM 2:51  
CLERK OF DISTRICT COURT  
STATE OF FLORIDA



**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF C.R.A.  
INVESTMENT GROUP, L.C.**

The undersigned member or authorized representative of a member of  
C.R.A. INVESTMENT GROUP, L.C. deposes and says:

1. the above named limited liability company has at least two members.
2. the total amount of cash contributed by the member(s) is \$1,000.00.
3. if any, the agreed value of property other than cash contributed by member(s) is \$ NONE. A description of the property is attached and made a part hereto.
4. the total amount of cash or property anticipated to be contributed by the member(s) is \$1,000.00.



Signature of a member or authorized representative

(In accordance with Section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

FILED  
97 MAY 12 PM 2:51  
CLERK OF DISTRICT COURT  
IN THE 11TH JUDICIAL CIRCUIT  
IN FLORIDA

