

P97000005281

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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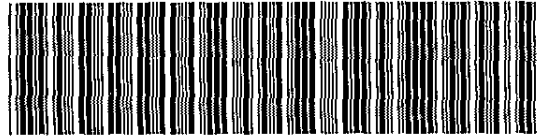
(Business Entity Name)

(Document Number)

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TALLAHASSEE FLORIDA

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21

# WALTER M. TOVKACH

## ATTORNEY AT LAW

\*CERTIFIED TAX ATTORNEY  
FLORIDA BAR BOARD OF  
CERTIFICATION

\*\*ALSO ADMITTED IN  
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December 13, 2005

Secretary of State  
Division of Corporations  
Bureau of Corporate Records  
Tallahassee, Florida 32304

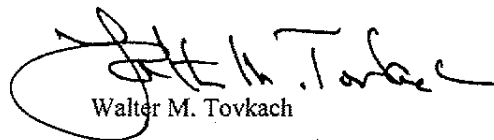
Re: Dissolution of NAFFICE, INC.

Ladies and Gentlemen:

Enclosed please find the original and one (1) copy of the Articles of Dissolution of NAFFICE, INC. and Agreement and Plan of Liquidation between the Shareholders and NAFFICE, INC., which sets forth the written consent of the Shareholders. The documents are filed in compliance with Florida Statute Section 607.1402, along with a check for \$43.75 (\$35.00 filing fee and \$8.75 for a certified copy).

Please make the effective date December 31, 2005. After the original has been filed, please certify the copy and return it to me.

Sincerely,



Walter M. Tovkach

WMT:mcb

Enclosures

ARTICLES OF DISSOLUTION  
OF  
NAFFICE, INC.

FILED  
05 DEC 28 PM 1:42  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

Pursuant to the provisions of Sections 607.1401, 607.1402 and 607.1403 of the Florida General Corporation Act, the undersigned of the corporation hereinafter named, adopted the following Articles of Dissolution.

1. The date of issuance of NAFFICE, INC., Certificate of Incorporation was JANUARY 13, 1997.

2. The names and addresses of its officers and directors are:

NAME

ADDRESS

HAYEDEH NAFISI  
President, Secretary, and Director

5210 NW 44<sup>th</sup> Place  
Gainesville, FL 32606

MOHAMMAD RAHMANI  
Director

5210 NW 44<sup>th</sup> Place  
Gainesville, FL 32606

3. All debts, obligations and liabilities of the corporation have been paid or discharged or provided for in the assumption of liabilities agreement entered into by the shareholders.

4. All remaining property and assets have been distributed to the shareholders in accordance with the liquidation and dissolution plan and agreement.

5. A statement of intent to dissolve is hereby attached along with adoption of such resolution by the shareholders of NAFFICE, INC.

DATED: December 14, 2005.

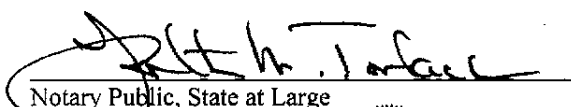
NAFFICE, INC.

By: Hayedeh Nafisi  
HAYEDEH NAFISI,  
President

By: Hayedeh Nafisi  
HAYEDEH NAFISI,  
Secretary

STATE OF FLORIDA  
COUNTY OF ALACHUA

The foregoing instrument was acknowledged before me this 14 day of December, 2005 by  
HAYEDEH NAFISI as President and Secretary of NAFFICE, INC.

  
Notary Public, State at Large

Print Name:

My Commission Expires:

My Commission Number is:



Walter M. Tovkach  
MY COMMISSION # DD140740 EXPIRES  
August 11, 2006  
BONDED THRU TROY FAIR INSURANCE, INC.

Personally Known ☒

Produced Identification ☐

Type of Identification

**AGREEMENT AND PLAN OF LIQUIDATION BETWEEN  
THE SHAREHOLDERS AND  
NAFFICE, INC.**

AGREEMENT AND PLAN OF LIQUIDATION made this 14 day of December, 2005, between the Shareholders and NAFFICE, INC., a Florida corporation (hereinafter called the "Corporation").

WHEREAS, one hundred (100%) percent of the Shareholders owning all of the issued and outstanding capital common stock of the Corporation wish to approve, authorize and consent to the voluntary dissolution of the Corporation in accordance with the General Corporation Act of the State of Florida and Section 336 of the Internal Revenue Code;

NOW, THEREFORE, the parties hereto hereby agree as follows:

1. The Shareholders approve, authorize and consent to the voluntary dissolution of the Corporation, such dissolution to be effected as promptly as possible and in no event later than December 31, 2005, and in accordance with the plan of liquidation set forth in this Agreement.

2. The Shareholders hereby authorize the officers of the Corporation to sell or otherwise liquidate any or all of the tangible assets of the Corporation, which in their judgment should be sold or liquidated to facilitate the liquidation of the Corporation.

3. The Shareholders hereby authorize the officers of the Corporation to file a Certificate of Dissolution signed by the Stockholders of the Corporation with the Secretary of the State of Florida and all proper federal forms with the Internal Revenue Service.

4. The Shareholders hereby resolve that after providing for all the proper debts of the Corporation, the remaining assets of the Corporation, including cash, if any, be distributed to the stockholders of the Corporation.

5. The Shareholders hereby authorize the officers to commence such liquidation immediately, and that its subsequent dissolution of all its assets be completed as soon as practicable, but in no event later than December 31, 2005.

6. The Shareholders hereby authorize the proper officers to pay all such fees and taxes and to do or cause to be done such further acts and things as they may deem necessary or proper in order to

carry out the liquidation and dissolution of the Corporation and fully to effectuate the purposes of the foregoing resolutions.

IN WITNESS WHEREOF, the parties hereby have caused this Agreement and Plan of Liquidation to be executed by their respective duly authorized officers as of the day and year first above written.

NAFFICE, INC.

ATTEST:

APPROVED:

By: Hayedeh Nafisi  
HAYEDEH NAFISI,  
Secretary

By: Hayedeh Nafisi  
HAYEDEH NAFISI,  
President

Hayedeh Nafisi  
HAYEDEH NAFISI,  
Shareholder