

P98000013693

Requester's Name

O'CONNOR & O'CONNOR

CERTIFIED PUBLIC ACCOUNTANTS

TWO COLVIN AVENUE

KEY BANK BUILDING

ALBANY, NEW YORK 12206

100004456301--2

-07/02/01--01080--017

*****35.00 *****35.00

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

1. _____
(Corporation Name) (Document #)

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(Corporation Name) (Document #)

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(Corporation Name) (Document #)

FILED STATE
SECRETARY OF CORPORATIONS
01 JUL -2 AM 11:41

- ☐ Walk in ☐ Pick up time ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS

- ☐ Profit
☐ Not for Profit
☐ Limited Liability
☐ Domestication
☐ Other

AMENDMENTS

- ☐ Amendment
☐ Resignation of R.A., Officer/Director
☐ Change of Registered Agent
☐ Dissolution/Withdrawal
☐ Merger

OTHER FILINGS

- ☐ Annual Report
☐ Fictitious Name

REGISTRATION/QUALIFICATION

- ☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Trademark
☐ Other

Voldis
V. SHEPARD

JUL 10 2001

Examiner's Initials

ARTICLES OF DISSOLUTION

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SECRETARY OF STATE
DIVISION OF CORPORATION
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Pursuant to section 607.1403, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST: The name of the corporation is: Ralph L. Liporace, M.D., P.A.

SECOND: The date dissolution was authorized: December 30, 2000

THIRD: Adoption of Dissolution (CHECK ONE)

☒ Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.

☐ Dissolution was approved by vote of the shareholders through voting groups.

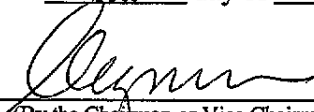
The following statement must be separately provided for each voting group entitled to vote separately on the plan to dissolve:

The number of votes cast for dissolution was sufficient for approval by

(voting group)

Signed this 30th day of December, 2000.

Signature


(By the Chairman or Vice Chairman of the Board, President, or other officer)

Ralph L. Liporace

(Typed or printed name)

President

(Title)

**CERTIFIED COPY OF RESOLUTION TO DISSOLVE
RALPH L. LIPORACE, M.D., PA**

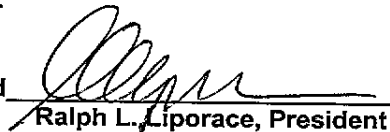
I hereby certify that the following resolution was unanimously adopted at a special joint meeting of the shareholders and directors of RALPH L. LIPORACE, M.D., P.A. held on December 30, 2000.

RESOLVED, that the following Plan of Complete Liquidation and Dissolution of RALPH L. LIPORACE, M.D., P.A. pursuant to Section 336 of the Internal Revenue Code, of 1986, as amended, be and is hereby adopted:

1. The Corporation, by its duly authorized officers will wind up the affairs of the Corporation and distribute to its shareholders on a prorata basis all of its assets, tangible and intangible, subject to any unpaid liabilities.
2. As soon as possible after the distribution has been made, officers of the Corporation shall cause to be filed a Certificate of Dissolution of the Corporation under the New York State Business Corporation Law, and execute all documents and perform all action necessary in connection with the dissolution.
3. Within 30 days after the date of this meeting the proper officers of the Corporation shall file Form 966 with the District Director of Internal Revenue, Andover, MA together with a certified copy of this resolution.
4. If a reserve established to meet claims against the Corporation is maintained after December 30, 2000 as referenced above, the officers shall arrange for the distribution of any unused balance of the reserve to the shareholders as soon as practicable.
5. The officers and directors of the corporation are empowered, authorized and directed to carry out the provisions of this resolution, and to adopt any further resolutions that may be found necessary in liquidating and dissolving the Corporation in accordance with the expressed intent of the shareholders and the directors under the plan adopted hereby.

Dated: December 30, 2000

Signed


Ralph L. Liporace, President