

P98000057074

(Requestor's Name)

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(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

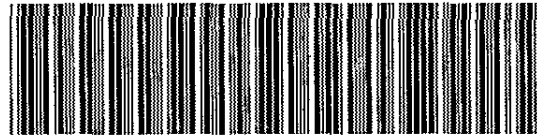
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Certificates of Status ☒

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06 SEP 11 AM 11:54
CLERK OF STATE
TALLAHASSEE, FLORIDA

T. Roberts SEP 14 2006

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: UNION BENEFITS GROUP, INC.

DOCUMENT NUMBER: P98000057074

The enclosed **Articles of Dissolution** and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

ADELA C. COLLADO

(Name of Contact Person)

UNION BENEFITS GROUP, INC.

(Firm/Company)

3021 S.W. 102 nd Avenue

(Address)

Miami, Florida 33165

(City/State and Zip Code)

For further information concerning this matter, please call:

ADELA C. COLLADO

(Name of Contact Person)

at (305-220-7041)

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

☐ \$35 Filing Fee

☒ \$43.75 Filing Fee &
Certificate of Status

☐ \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)

☐ \$52.50 Filing Fee,
Certificate of Status &
Certified Copy
(Additional copy is
enclosed)

MAILING ADDRESS:

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

STREET ADDRESS:

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

ARTICLES OF DISSOLUTION

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

FIRST: The name of the corporation as currently filed with the Florida Department of State:

UNION BENEFITS GROUP, INC.

SECOND: The document number of the corporation (if known): P98000057074

THIRD: The file date of the articles of incorporation: 6/25/1998

FOURTH: (CHECK AT LEAST ONE BOX)

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

☐ The corporation has not commenced business.

FIFTH: No debt of the corporation remains unpaid.

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

SEVENTH: Adoption of Dissolution (CHECK ONE)

☒ A majority of the incorporators authorized the dissolution.

☒ A majority of the directors authorized the dissolution.

Signature: Adela C. Collado

(By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary.)

ADELA C. COLLADO

(Typed or printed name of person signing)

PRESIDENT

(Title of Person Signing)

Filing Fee: \$35

FILED
06 SEP 11 AM 11:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JOINT WRITTEN ACTION OF
THE SHAREHOLDERS AND DIRECTORS OF
UNION BENEFIT GROUP, INC.
a Florida corporation

The undersigned, being the Shareholders and Directors of Union Benefit Group, Inc., a Florida corporation, (hereinafter the "Corporation"), hereby take the following written actions in lieu of holding a meeting regarding same, all pursuant to the terms of the Florida Statutes:

BE IT RESOLVED:

1. That, the Board of Directors and the Shareholders hereby approve and adopt the following Plan of Liquidation and Dissolution for the Corporation, to wit:

**PLAN OF LIQUIDATION
AND DISSOLUTION**

1. That, within thirty (30) days after the date of this meeting, counsel or accountants for the Corporation shall file Form 966 with the Internal Revenue Service Center, Ogden, Utah 84201, attaching to such form a certified copy of this resolution, indicating that the stockholder and director adopt a plan of liquidation and dissolution.
2. That, the Corporation, by its duly authorized officers, may proceed to complete the sale of its property, if any, as an incident to the plan of liquidation and dissolution adopted by the stockholder and director pursuant to Section 331 of the Internal Revenue Code of 1986, as amended.
3. That, the Corporation, by its duly authorized officers, within twelve (12) months after the date of this meeting, shall distribute all of the corporate assets, except those retained to meet corporate obligations (including unascertained or contingent liabilities and expenses), to the stockholders.
4. That, as soon as practical, but no later than twelve (12) months after the date of this meeting, counsel for the Corporation shall file a certificate for the dissolution of the Corporation pursuant to Florida Statutes, and that the officers of this Corporation are hereby authorized to execute any and all documents to effectuate such dissolution.
5. That, the officers and the directors be and they are here by empowered, authorized and directed to proceed in accordance with the resolution hereby adopted by the stockholders and directors, said officers and the directors being authorized to adopt subsequent resolutions to effectuate the intent of the stockholders and the directors to liquidate and dissolve the Corporation in accordance with a plan of liquidation, and dissolution adopted pursuant to Section 331 of the Internal Revenue Code of 1986, as amended.

2. That, the President of this Corporation be and is hereby authorized and empowered and directed to execute and deliver all documents and take all other actions, in his sole discretion, may determine to be necessary or desirable in order to effectuate the provisions of the agreement, and such other documents, as may be required to effectuate the Agreement and the foregoing resolutions, and to agree to such terms and conditions as may be necessary, any such determination to be conclusively evidenced by the execution of any such document or the doing of any such act; and

3. That, the Secretary of the Corporation be, and is hereby, authorized and empowered to attest the execution of any of the foregoing documents and to certify to the adoption of the foregoing resolutions as of the date hereof.

DATED: 9-8-06

UNION BENEFIT GROUP, INC.

DIRECTORS:

Adela C. Collado
ADELA C. COLLADO

Paul Marino
PAUL MARINO

SHAREHOLDERS:

Adela C. Collado
ADELA C. COLLADO

Paul Marino
PAUL MARINO