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2006 MAR 20 AM 10:26

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COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: DISSOLUTION OF DOCTORS ADVICE PRESS, INCORPORATED

DOCUMENT NUMBER: _____

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

Please return all correspondence concerning this matter to the following:

MATTHEW EHRLICH
(Name of Contact Person)

DOCTORS ADVICE PRESS INC
(Firm/Company)

PO BOX 2071
(Address)

EDWARDS, CO 81632
(City/State and Zip Code)

For further information concerning this matter, please call:

MATTHEW EHRLICH at 970-926-2053
(Name of Contact Person) (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 607.1403, 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:

DOCTORS ADVICE PRESS, INC.

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

THIRD: The date dissolution was authorized: 12/31/2005

Effective date of dissolution if applicable: 12/31/2005
(no more than 90 days after dissolution file date)

FOURTH: 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 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)

Signature: X 

(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)

MATTHEW EHRLICH

(Typed or printed name of person signing)

PRESIDENT

(Title of person signing)

Filing Fee: \$35

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DIVISION OF CORPORATIONS
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PLAN OF LIQUIDATION

A special meeting of the Board of Directors of Doctors Advice Press, Inc a Florida corporation was held at 0773 Homestead Dr, Edwards, Colorado on December 31, 2005

Matthew Ehrlich, President was present.

Matthew Ehrlich acted as Chairman of the meeting. The Chairman then announced that the purpose of the meeting was to adopt a plan for the distribution of the assets in dissolution of the corporation. After discussion, the following resolutions were adopted:

WHEREAS, a Certificate of Dissolution of Doctors Advice Press, Inc will be filed with the Secretary of State of Florida; and

WHEREAS, the corporation will wind up and dissolve; and

WHEREAS, the corporation presently has issued and outstanding 100 shares of common stock; and

RESOLVED, that all of the known debts of the corporation are to be assumed personally by Matthew Ehrlich ; and

RESOLVED FURTHER, that the officer of the corporation are hereby authorized to sell any assets for such consideration that the officers deem reasonable, and to execute any instruments that are necessary to transfer title to those assets; and

RESOLVED FURTHER, the officers of the corporation are authorized and directed to distribute the remaining assets of the corporation to the shareholders of record in the following manner: with respect to any cash, by distributing to each such shareholder of record of a proportion of such cash equal to the proportion that the shares owned by the shareholders bears to the total issued and outstanding shares of this corporation; and

RESOLVED FURTHER, that the distribution of the assets shall be made to the shareholders of record of this corporation on the following conditions: (1) that on demand made by the Board of Directors, each shareholder surrender, for cancellation, the certificates evidencing his ownership of capital stock in this corporation; and (2) that distributions shall be in complete satisfaction of the rights of each shareholder of this corporation; and

RESOLVED FURTHER, that the officers of this corporation be, and they thereby are, authorized to do those acts and to take steps that are necessary or convenient to carry these resolutions into effect, including, but not limited to, the execution of any instruments that may be required to vest title to the assets of this corporation in the shareholders; and

RESOLVED FURTHER, that as soon as the assets of this corporation have been distributed in conformity with this resolution, the officers of this corporation hereby are authorized and directed to execute a Certificate of Dissolution pursuant to, and in conformity with, the provisions of the Corporations Code of Florida, and to cause that Certificate of Dissolution to be filed in the office of the Secretary of State of Florida, and to do all other things necessary or convenient to the winding up and dissolution of this corporation.

X Matthew Ehrlich Signature, title, date
president 3/15/06