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COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Dissolution of Buckell Village Land Co.

DOCUMENT NUMBER: 899 0000 47 944

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

Please return all correspondence concerning this matter to the following:

GABRIELA GUIMARAES

(Name of Contact Person)

G2 INVESTMENTS USA CORP.

(Firm/Company)

80 SW 8th Street #2061

(Address)

MIAMI - FL - 33130

(City/State and Zip Code)

For further information concerning this matter, please call:

GABRIELA

(Name of Contact Person)

at (305) 567 1163

(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

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DIVISION OF CORPORATIONS
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**ARTICLES OF DISSOLUTION
OF
BRICKELL VILLAGE LAND COMPANY
(a Florida corporation)**

ARTICLE I

The name of this corporation is **BRICKELL VILLAGE LAND COMPANY** (the "Corporation").

ARTICLE II

The date dissolution was authorized is December 5, 2013.

ARTICLE III

Dissolution of the Corporation was approved by the Unanimous Written Consent of the Board of Directors and the Shareholders and the number of votes cast for dissolution was sufficient for approval.

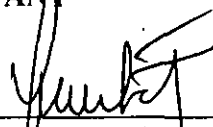
ARTICLE IV

The effective date of the Corporation's dissolution will be the date that the Articles of Dissolution are filed with the Department of State of the State of Florida.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Dissolution of **BRICKELL VILLAGE LAND COMPANY** as of the 28th day of Oct, 2014

**BRICKELL VILLAGE LAND
COMPANY**

By: _____


Gilson Machado Guimaraes Filho,
President

PLAN OF LIQUIDATION AND DISSOLUTION

OF

BRICKELL VILLAGE LAND COMPANY

1. Plan of Liquidation. This Plan of Liquidation and Dissolution (the "Plan") is intended to accomplish the liquidation and dissolution of **BRICKELL VILLAGE LAND COMPANY**, a Florida corporation (the "Corporation") through the distribution of all the Corporation's assets to, or at the direction of, its Shareholders in liquidation of the Corporation, subject to Section 6 hereof, in accordance with the Florida Business Corporation Act (the "Act") and the Internal Revenue Code of 1986, as amended (the "Code"). Such liquidation and dissolution shall be accomplished in the manner stated in this Plan.

2. Approval. This Plan will be considered adopted by the Corporation when recommended by the Directors and approved by the Shareholders of the Corporation.

3. Liquidation Period. The "Liquidation Period" shall mean the period in which the Corporation shall liquidate and distribute any and all of its assets of any kind whatsoever to its Shareholders (subject to Section 6) in accordance with its respective rights and interest after provision for all outstanding liabilities. The period in which such assets shall be distributed, and the dissolution, shall be completed as soon as practicable, but in no event shall the Liquidation Period extend more than one (1) year from the close of the taxable year during which is made the first of the series of distributions under the Plan.

4. Abandonment. Upon approval of the Plan by the Shareholders of the Corporation, the Directors and Officers of the Corporation may not, without further action by the Shareholders, abandon this Plan.

5. Winding Up of Business. During the Liquidation Period, the Corporation shall continue its business only to the extent necessary to collect accounts receivable, maintain sufficient reserves to pay liabilities, and otherwise conduct business consistent with the objective of the Corporation to pay all outstanding liabilities and distribute all remaining assets to its Shareholders and wind up its affairs.

6. Final Distribution of Assets. Not later than the end of the Liquidation Period, all assets of the Corporation not previously distributed shall be distributed to, or at the direction of, the Shareholders of the Corporation. In no event shall any amount be retained by the Corporation beyond the end of the Liquidation Period to meet the claims of the Shareholders with respect to its stock.

7. Cancellation of Outstanding Shares. Each of the foregoing distributions in complete liquidation shall be made solely in exchange for, in complete redemption and cancellation of, and in payment for, all of the outstanding shares of the Corporation. The Shareholders shall surrender its certificate(s) for such shares for recording the receipt of distributions prior to the final distribution, and shall surrender any remaining certificate(s) representing outstanding shares of the Corporation for cancellation upon receipt of the final distribution herein authorized.

8. Filing. Within 30 days from the date of the adoption of this Plan, the Directors or Officers of the Corporation (or such other authorized party) shall file Form 966 with the Internal Revenue Service, together with a certified copy of this Plan and the corporate resolutions adopting this Plan.

Upon the final distribution of all the assets of the Corporation, the Directors or Officers of the Corporation shall instruct the Corporation's accountants to close the books of the

Corporation and to prepare and timely file any U.S. federal income tax return and/or state income tax return on behalf of the Corporation, and such other forms as are appropriate.

9. State Filing Requirements. The Directors or Officers of the Corporation shall cause to be filed with the Secretary of State of the State of Florida, Division of Corporations, the necessary documents pursuant to the appropriate provisions of Florida Statutes Section 607.1402 and Section 607.1403, as those statutes presently exists or as may be amended, to effect a complete statutory dissolution of the Corporation, and to do such other actions as are required, including filing all necessary documents.

10. Authorization of Necessary Acts. The Directors or Officers of the Corporation shall have the power to adopt all resolutions, execute all documents, and are authorized, empowered and directed to file all papers and take whatever action as they may deem necessary or desirable for the purpose of effecting the complete liquidation and dissolution of the Corporation, and for carrying out the other purposes and intentions of the Plan, so long as any such action shall not be inconsistent with the applicable provisions of the Act, the Code and the Treasury Regulations issued thereunder. The Directors and Officers shall be held harmless by the Corporation for any action under this Plan taken in good faith, and any expense or liability so incurred.

11. Intent. It is intended that this Plan shall be a plan of complete liquidation and dissolution within the terms of the applicable provisions of the Act and the Code. This Plan shall be deemed to authorize such action as, in the opinion of counsel, may be necessary to conform with the applicable provisions of the Act and the Code.

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