

P99000057056

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

1. Kayan Limited Corp.  
(Corporation Name) (Document #)

2. \_\_\_\_\_  
(Corporation Name) (Document #)

3. \_\_\_\_\_  
(Corporation Name) (Document #)

4. \_\_\_\_\_  
(Corporation Name) (Document #)

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99 JUN -9 PM 4:36  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input checked="" type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

file 1st  
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-07/09/99--01072--022  
\*\*\*\*\*87.50 \*\*\*\*\*43.75

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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SECRETARY OF STATE  
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C. COULLETTE JUL 09 1999

Examiner's Initials

**ARTICLES OF DISSOLUTION  
OF  
KAYAN LIMITED CORP.**

1. The name of this corporation is **KAYAN LIMITED CORP.**
2. **KAYAN LIMITED CORP.** elected to dissolve pursuant to the Written Consent of its Shareholders and Directors, which Written Consent was effective as of June 24, 1999. A copy of the Written Consent is attached hereto.

**IN WITNESS WHEREOF**, the undersigned has executed these Articles of Dissolution on this 24th day of June, 1999.

**KAYAN LIMITED CORP.,**  
a Florida corporation

By: \_\_\_\_\_

Carlos Kayan, President

(Corporate Seal)

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99 JUN -9 PM 4:37  
TALLAHASSEE, FLORIDA

**WRITTEN CONSENT  
OF THE  
SOLE SHAREHOLDER AND SOLE DIRECTOR  
OF  
KAYAN LIMITED CORP.**

The undersigned, being the sole Shareholder and the sole Director of **KAYAN LIMITED CORP.**, a Florida corporation (the "Corporation"), does hereby consent to the adoption and approval of the following resolutions:

**Adoption of Plan of Complete Liquidation and Dissolution**

**WHEREAS**, the Director of this Corporation deems it advisable and in the best interest of the Corporation and its sole Shareholder that the Corporation be completely liquidated and dissolved; and

**WHEREAS**, the Director finds that it is advisable to adopt a plan of complete liquidation in accordance with the requirements of the Internal Revenue Code of 1986, as amended, and the Treasury Regulations thereunder; and

**WHEREAS**, the Shareholder of this Corporation deems it advisable and in its best interest that the Corporation be completely liquidated and dissolved in accordance with the Plan of Complete Liquidation presented to it by the Director of this Corporation, it is

**RESOLVED**, that the Corporation be completely liquidated in accordance with the provisions of the Internal Revenue Code, as amended, and pursuant to the following Plan of Complete Liquidation:

1. The officers of the Corporation are authorized and directed to proceed promptly to wind up the Corporation's affairs by collecting all of its assets and paying or providing for the payment of all of its liabilities.
2. As soon as practicable, the officers shall wind up the affairs of the Corporation; pay or provide for the payment of its liabilities; establish a reserve in a reasonable amount to meet any known liabilities and liquidating expenses and estimated unascertained or contingent liabilities and contingent expenses, if they deem such a reserve to be desirable; and distribute to the Shareholder in cancellation of its shares, any remaining assets of the Corporation subject to any remaining unpaid liabilities.
3. If a reserve is established to meet claims against the Corporation, the officers shall arrange for the distribution of any unused balance of the reserve to the Shareholder as soon as practicable.

4. The officers of the Corporation are authorized and directed to file, or to have tax counsel for the Corporation file, Form 966 with the Internal Revenue Service together with a certified copy of this Resolution, within 30 days after the date hereof.

5. The officers of the Corporation are authorized and directed to file all other forms and documents required by the State of Florida, including Articles of Dissolution, and the federal government, including tax returns, as soon as possible after distribution of all of the Corporation's assets.

**RESOLVED**, that the officers of the Corporation be, and they hereby are, authorized and directed to take such additional action as they deem necessary or appropriate to carry out the intent and accomplish the purposes of the foregoing Resolution.

**Other Actions by Officers and Directors**

**RESOLVED**, that any and all actions taken since the last meeting of the Shareholder and the Directors of this Corporation by the Director and officers of this Corporation be, and they hereby are, ratified, confirmed and approved in all respects.

**Effective Date: June 24, 1999**

  
\_\_\_\_\_  
**CARLOS KAYAN, Sole Shareholder and  
Sole Director**