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DIVISION OF REGISTRATION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CORPORATE
ACCESS,
INC.**

236 East 6th Avenue . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666 . Fax (850) 222-1666

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Dissolution

1.) Hurley Properties, Inc.
(CORPORATE NAME & DOCUMENT #)

2.) _____
(CORPORATE NAME & DOCUMENT #)

3.) _____
(CORPORATE NAME & DOCUMENT #)

4.) _____
(CORPORATE NAME & DOCUMENT #)

5.) _____
(CORPORATE NAME & DOCUMENT #)

SPECIAL INSTRUCTIONS

ARTICLES OF DISSOLUTION

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to provisions of Section 607.1403 of the Florida General Corporation Act, the undersigned corporation adopts the following Articles of Dissolution for the purpose of dissolving the corporation:

1. The name of the corporation is Hurley Properties, Inc.
2. The names and the respective addresses of its officers are:

Thomas F. Hurley, President	12104 Highway 672 East Balm, Florida 33503
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Marlene D. Zembo, Secretary,	6617 Simmons Loop Riverview, Florida 33569
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3. The names and respective addresses of its directors are:

Thomas F. Hurley	12104 Highway 672 East Balm, Florida 33503
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4. All debts, obligations and liabilities of the corporation have been paid or discharged or adequate provision has been made therefore.

5. No property remained for distribution to shareholders after applying it to the payment of the liabilities and obligations of the corporation.

6. There are no actions pending against the corporation in any court.

7. Dissolution was approved in writing by the stockholders of the corporation at a validly held and conducted meeting of shareholders on November 17, 2003.

8. These Articles of Dissolution shall become effective upon acceptance by the Florida Secretary of State.

Dated: 12-22, 2003.

HURLEY PROPERTIES, INC.

By: Thomas F. Hurley
Thomas F. Hurley, President

By: Marlene D. Zembo
Marlene D. Zembo, Secretary

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 22nd day of Dec, 2003, by Thomas F. Hurley as President of Hurley Properties, Inc., a Florida corporation, on behalf of the corporation. He is personally known to me or ~~has produced his Florida Driver License as~~ identification.

IN WITNESS WHEREOF, I have set my hand and my official seal at Plant City, Florida, in said county and state, this 22 day of Dec, 2003.

Robert S. Trinkle
Printed Name: _____
Notary Public
State of Florida at Large
My Commission Expires:



Robert S. Trinkle
MY COMMISSION # CC926119 EXPIRES
May 12, 2004
BONDED THRU TROY PAIR INSURANCE, INC.

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 22nd day of Dec, 2003, by Marlene D. Zembo as Secretary of Hurley Properties, Inc., a Florida corporation, on behalf of the corporation. She is personally known to me or ~~has produced her Florida Driver License as~~ identification.

IN WITNESS WHEREOF, I have set my hand and my official seal at Plant City, Florida, in said county and state, this 22nd day of Dec, 2003.

Robert S. Trinkle

Printed Name: _____

Notary Public

State of Florida at Large

My Commission Expires:



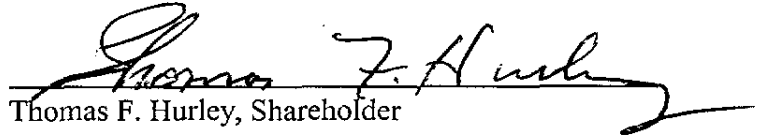
Robert S. Trinkle
MY COMMISSION # CC926119 EXPIRES
May 12, 2004
BONDED THRU TROY FAIR INSURANCE, INC.

DISSOLUTION OF CORPORATION
BY WRITTEN CONSENT OF SHAREHOLDERS
HURLEY PROPERTIES, INC.
A FLORIDA CORPORATION

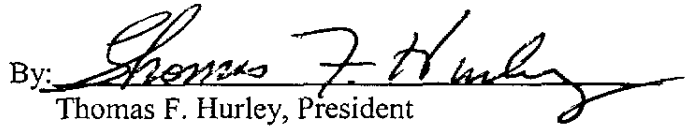
Pursuant to the provisions of Section 607.1402 of the Florida General Corporation Act, the undersigned corporation, elects to dissolve with the written consent of all of its shareholders:

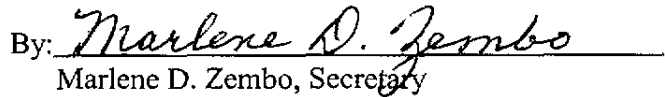
1. The name of the corporation is Hurley Properties, Inc.
2. The stockholders of the corporation hereby authorize the dissolution of the corporation.

Dated: Dec 22, 2003.


Thomas F. Hurley, Shareholder

HURLEY PROPERTIES, INC.

By: 
Thomas F. Hurley, President

By: 
Marlene D. Zembo, Secretary

PLAN OF COMPLETE LIQUIDATION AND DISSOLUTION

HURLEY PROPERTIES, INC.

This Plan of Complete Liquidation and Dissolution is for the purpose of effecting the complete liquidation and dissolution of HURLEY PROPERTIES, INC., hereinafter called the CORPORATION, in accordance with Sections 331, 453B(h), and 453(h) of the Internal Revenue Code and the laws of the State of Florida pursuant to the following steps:

1. Within twelve (12) months after the date of the meeting of the directors and shareholders to adopt this Plan, the C.P.A. for the CORPORATION shall file Form 966 with the District Director of Internal Revenue, Jacksonville, Florida, attaching to said form a certified copy of this Plan, indicating that the stockholders and directors have adopted a plan of liquidating pursuant to Sections 331, 453B(h), and 453(h) of the Internal Revenue Code.

2. That the CORPORATION, by its duly authorized officers, proceed to complete the sale of its property as an incident to the plan of liquidation adopted by the stockholders and directors pursuant to Sections 331, 453B(h), and 453(h) of the Internal Revenue Code.

3. That the CORPORATION, by its duly authorized officers, within twelve (12) months, shall distribute all of its assets, except those retained to meet corporate obligations to all of the stockholders in ratio of each stockholder's holding to the total outstanding and issued stock of the CORPORATION.

4. That as soon as practical, but not later than November 17, 2004, Counsel for the CORPORATION shall file a certificate for the dissolution of the CORPORATION pursuant to Section 607.267 F.S.A. of the Florida Statutes, and that the officers of this CORPORATION are hereby authorized to execute any and all documents necessary to effectuate such dissolution.

5. That the officers and directors be and they are hereby empowered, authorized and directed to proceed in accordance with the resolution adopted by the stockholders and directors, said officers and directors being authorized to adopt any subsequent resolutions to effectuate the intent of the stockholders and directors to liquidate the CORPORATION in accordance with a plan of liquidation adopted pursuant to Sections 331, 453B(h), and 453(h) of the Internal Revenue Code.