

574055

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(City/State/Zip/Phone #)

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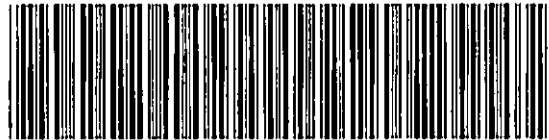
(Business Entity Name)

(Document Number)

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2021 APR -5 AM 9:51

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**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** High Performance Systems, Inc.

**DOCUMENT NUMBER:** S74055

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

Please return all correspondence concerning this matter to the following:

Edward F. Thaney

(Name of Contact Person)

Thaney & Associates PA

(Firm/Company)

2024 W. Henrietta Rd, Building 4B

(Address)

Rochester, NY 14623

(City/State and Zip Code)

For further information concerning this matter, please call:

Edward F. Thaney

(Name of Contact Person)

at ( 888 ) 252-8769

(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  
The Centre of Tallahassee  
2415 N. Monroe Street, Suite 810  
Tallahassee, FL 32303

## ARTICLES OF DISSOLUTION

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2021 APR -5 AM 9:51

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:  
High Performance Systems, Incorporated
- SECOND: The document number of the corporation (if known): S74055
- THIRD: The file date of the articles of incorporation: 08/14/1991
- FOURTH: None of the corporation's shares have been issued.
- FIFTH: No debt of the corporation remains unpaid.
- SIXTH: The net assets of the corporation remaining after winding up, if any, have been distributed to the shareholders, if shares were issued.
- SEVENTH: A majority of the incorporators or directors authorized the dissolution.

Signature: \_\_\_\_\_

(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.)

John Taylor

(Typed or printed name of person signing)

President

(Title of Person Signing)

**Filing Fee: \$35**

UNANIMOUS WRITTEN CONSENT OF THE SHAREHOLDERS  
AND BOARD OF DIRECTORS TO THE ADOPTION  
OF A PLAN OF COMPLETE LIQUIDATION

The undersigned constituting all of the shareholders and members of the Board of Directors of HIGH PERFORMANCE SYSTEMS, INC., a Florida Corporation (the "Corporation"), hereby consent to and approve the following resolution to completely liquidate and dissolve the Corporation in accordance with Section 331 of the Internal Revenue Code of 1986, as amended, and the same shall be deemed adopted as if at duly held meetings of the shareholders and Board of Directors of the Corporation on the date hereto:

RESOLVED, that the following plan of Complete Liquidation of the Corporation in accordance with Section 331 of the Internal Revenue Code of 1986, as amended, be, and hereby is, adopted, effective immediately:

1. That in the judgment of the Board of Directors and the shareholders, it is deemed advisable for the benefit of the Corporation and its shareholders that the Corporation should be completely liquidated and dissolved; and
2. That the officers of the Corporation be, and hereby are, authorized and directed to file form 966 with the District Director of Internal Revenue, Cincinnati, Ohio, within thirty (30) days after the adoption of this Plan of complete Liquidation; and
3. That the officers of the Corporation be, and hereby are, authorized to sell or otherwise liquidate any and all of the properties and assets of the Corporation which in their judgment should be sold or liquidated to facilitate the liquidation of the Corporation; and
4. That the officers of the Corporation be, and hereby are, authorized and directed to execute and file a Certificate of Dissolution under Florida statute 607.1402.; and
5. That, after providing for all proper debts of the Corporation, the remaining assets of the Corporation be distributed to the shareholders of the Corporation in proportion to their respective stock ownership; and
6. That the actions provided for in the foregoing resolutions providing for the complete liquidation and distribution of the assets of the Corporation be commenced as soon as practicable, and that such assets be distributed and a liquidation be completed in no event later than the end of the calendar month during which such distribution and liquidation commences, which shall be the month of December, 2020; and

7. That the officers of the Corporation be, and hereby are, authorized and directed to pay all fees and taxes, to execute and file with the proper authorities all documents necessary to liquidate and dissolve the Corporation, to execute and file all tax returns and related documents, and to do or cause to be done such other acts and things as may be deemed necessary or proper in order to carry out the liquidation and dissolution of the corporation and to fully effectuate the purposes of the foregoing resolutions.

By signing this document, the undersigned hereby approve the resolutions herein to liquidate and dissolve the Corporation pursuant to Section 331 of the Internal Revenue Code of 1986, as amended.

Dated: 15 MAR. 2021

Signed: 

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