

S94755

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



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12/20/13--01003--016 **35.00

FILED

13 DEC 20 PM 2:45

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DEC 20 2013

S. PRATHER

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Dissolution of BROSFAM P.C., INC.

DOCUMENT NUMBER: S94755

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

Please return all correspondence concerning this matter to the following:

Robert J. Kane

(Name of Contact Person)

C/O RDA Ventures, LLC

(Firm/Company)

104 West 40th Street, 19th Floor

(Address)

New York, NY 10018

(City/State and Zip Code)

For further information concerning this matter, please call:

Robert Kane

(Name of Contact Person)

at (212) 682-1000

(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:

BROSFAM P.C., INC.

SECOND: The document number of the corporation (if known): **S94755**

THIRD: The date dissolution was authorized: **December 2, 2013**

Effective date of dissolution if applicable: **December 31, 2013**

(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: _____

(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)

David J. Broser

(Typed or printed name of person signing)

President

(Title of person signing)

Filing Fee: \$35

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

13 DEC 20 PM 2:45

Notice of Corporate Dissolution

This notice is submitted by the dissolved corporation named below for resolution of payment of unknown claims against this corporation as provided in s. 607.1407, F.S.

This "*Notice of Corporate Dissolution*" is optional and is not required when filing a voluntary dissolution.

Name of Corporation: BROSFAM P.C., INC.

Date of dissolution will be the date the dissolution is filed with the Department of State or as specified in the *Articles of Dissolution*.

Description of information that must be included in a claim:

All relevant and useful information, including, without limitation, date of claim, nature of claim
and name and contact information of all parties involved with the claim.


Mailing address where claims can be sent: (Claims cannot be sent to the Division of Corporations)

David J. Broser
C/O RDA Ventures, LLC
104 West 40th Street, 19th Floor
New York, NY 10018

A claim against the above named corporation will be barred unless a proceeding to enforce the claim is commenced within 4 years after the filing of this notice.

David J. Broser, President

Printed Name of the Person Filing



Signature of the Person Filing

Fee: No charge if included with Articles of Dissolution. If filed separately \$35.00

DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

13 DEC 20 PM 2:45

FILED

**CONSENT RESOLUTION
OF
THE SHAREHOLDERS
OF
BROSFAM P.C., INC.**

The undersigned, being all the Shareholders of BROSFAM P.C., INC. (the "**Corporation**"), pursuant to the Florida General Corporation Law, do hereby consent to the following acts taken without a meeting.

WHEREAS, the shareholders of the Corporation deem it to be desirable and in the best interest of the shareholders to dissolve the Corporation.

NOW, THEREFORE, BE IT RESOLVED: That the Articles of Dissolution in substantially the form as attached hereto is hereby approved (the "**Articles of Dissolution**");

FURTHER RESOLVED: That the appropriate officers of the Corporation are hereby authorized and directed, in the name and on behalf of the Corporation, to execute and file with the Florida Secretary of State the Articles of Dissolution in substantially the form presented to the shareholders of the Corporation with such changes, modifications and amendments thereto as any appropriate officer shall deem necessary or appropriate;


FURTHER RESOLVED: That the appropriate officers of the Corporation are hereby authorized and directed, in the name of and on behalf of the Corporation, to execute and deliver any and all agreements, certificates and documents in connection with the Articles of Dissolution, and/or perform any and all further acts, as such officer shall deem necessary or appropriate to effect the purposes and intent of the foregoing resolutions; and

FURTHER RESOLVED: That all acts and deeds heretofore done by any officer or director of the Corporation for and on behalf of the Corporation acknowledging or attesting any arrangements, agreements, instruments or documents in carrying out the terms and intentions of the foregoing resolutions and each of them are hereby in all respects ratified, approved and confirmed.

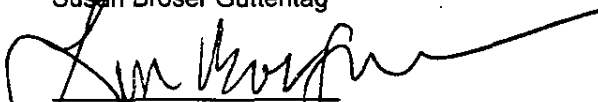
This Consent Resolution may be executed in one or more counterparts, each of which shall be an original and all of which shall be an original and all of which when taken together shall be one and the same instrument. This Unanimous Written Consent shall be filed in the Minute Book of the Corporation and become part of the records of the Corporation.

Dated: December 2, 2013

SHAREHOLDERS:


David J. Broser


Susan Broser Guttentag


Lori Broser Furnari


Mindy Broser Cepelewicz

**CONSENT RESOLUTION
OF
THE SHAREHOLDERS
OF
BROSFAM P.C., INC.**

The undersigned, being all the Shareholders of BROSFAM P.C., INC. (the "Corporation"), pursuant to the Florida General Corporation Law, do hereby consent to the following acts taken without a meeting.

WHEREAS, the shareholders of the Corporation deem it to be desirable and in the best interest of the shareholders to dissolve the Corporation.

NOW, THEREFORE, BE IT RESOLVED: That the Articles of Dissolution in substantially the form as attached hereto is hereby approved (the "Articles of Dissolution");

FURTHER RESOLVED: That the appropriate officers of the Corporation are hereby authorized and directed, in the name and on behalf of the Corporation, to execute and file with the Florida Secretary of State the Articles of Dissolution in substantially the form presented to the shareholders of the Corporation with such changes, modifications and amendments thereto as any appropriate officer shall deem necessary or appropriate;

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FURTHER RESOLVED: That all acts and deeds heretofore done by any officer or director of the Corporation for and on behalf of the Corporation acknowledging or attesting any arrangements, agreements, instruments or documents in carrying out the terms and intentions of the foregoing resolutions and each of them are hereby in all respects ratified, approved and confirmed.

This Consent Resolution may be executed in one or more counterparts, each of which shall be an original and all of which shall be an original and all of which when taken together shall be one and the same instrument. This Unanimous Written Consent shall be filed in the Minute Book of the Corporation and become part of the records of the Corporation.

Dated: December 2, 2013

SHAREHOLDERS:


David E. Broser


Susan Broser Guttentag


Lori Broser Fumari


Mindy Broser Cepelwicz