

V02586

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

(Business Entity Name)

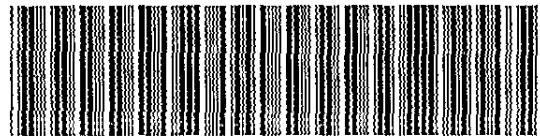
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10/24/03--01056--018 **52.50

EFFECTIVE DATE

12-31-09

FILED

03 OCT 26 2 11:31

V02586 10/28/03
T. Lewis

TRANSMITTAL LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Dissolution of Advance Cargo of Orlando, Inc.

DOCUMENT NUMBER: 607.1403

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

Please return all correspondence concerning this matter to the following:

Dava Casoni, Esq.

(Name of Person)

Shee & Blackwell LLP

(Name of Firm/Company)

1850 M Street, NW Suite 900

(Address)

Washington, DC ~~20003~~ 20036

(City/State/and Zip Code)

For further information concerning this matter, please call:

Dava Casoni

(Name of Person)

at (202) 463-2515

(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, Florida 32314

STREET ADDRESS:

Amendment Section
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

ARTICLES OF DISSOLUTION

FILED
03 OCT 24 AM 11:31
CLERK OF DISTRICT COURT
JACKSONVILLE, FLORIDA

Pursuant to section 607.1403, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST: The name of the corporation is: Advance Cargo of Orlando, Inc.

SECOND: The date dissolution was authorized: 10/7/03, effective 12/31/03

THIRD: 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 vote of 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)

Signed this 13th day of October, 2003.

Signature

[Signature] President
(By the Chairman or Vice Chairman of the Board, President, or other officer)

SALVATORE C. CALVINO
(Typed or printed name)

PRESIDENT

(Title)

QUANTEM AVIATION SERVICES, INC.

WAIVER OF NOTICE OF
SPECIAL SHAREHOLDER'S MEETING

I, Salvatore C. Calvino, being the President and sole shareholder of Quantem Aviation Services, Inc., a New Hampshire corporation (the "Company") which is the sole shareholder of Advance Cargo of Orlando, Inc. ("Advance Cargo"), a Florida corporation, hereby consent and agree to the date, time, and place as stated below for the Shareholder's meeting for the purposes of approving and authorizing all acts necessary to effectuate the assumption of all assets, rights and obligations of Advance Cargo as of December 31, 2003, pursuant to Advance Cargo's complete liquidation and dissolution. I hereby waive notice of such meeting and any adjournment thereof.

Place of Meeting: Quantem Aviation Services, Inc.
175 Ammon Drive
Manchester, NH 03103

Date of Meeting: October 7, 2003

Time of Meeting: 10:00 am

A handwritten signature in black ink, appearing to read 'SCC', followed by a horizontal line.

Salvatore C. Calvino

QUANTEM AVIATION SERVICES, INC.

MINUTES OF SPECIAL SHAREHOLDER'S MEETING

October 7, 2003

The Shareholder's meeting was held on October 7, 2003 at the offices of Quantem Aviation Services, Inc. (the "Company"). Present at the meeting was Salvatore C. Calvino, who acted as Chairman and Secretary.

The Chairman acknowledged that, for the purposes of administrative convenience and reduction of corporate redundancy, and in recognition of the effect of 26 USC 332 regarding the distribution of assets of a subsidiary into its parent, it is in the best interest of the Company and of Advance Cargo of Orlando, Inc. ("Advance Cargo") to assume all assets, rights and obligations of its wholly owned subsidiary, Advance Cargo. The Chairman then approved the assumption of all assets, rights and obligations of Advance Cargo by the Company as of December 31, 2003, in conjunction with the complete liquidation and dissolution of Advance Cargo.

There being no further business before him, the Chairman then adjourned the meeting.

A handwritten signature in black ink, appearing to read 'Salvatore C. Calvino', with a long horizontal line extending to the right.

Salvatore C. Calvino

QUANTEM AVIATION SERVICES, INC.

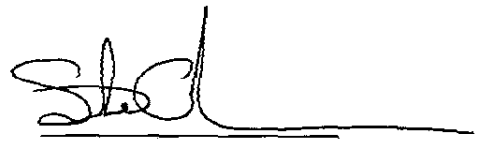
WAIVER OF NOTICE OF MEETING
OF THE BOARD OF DIRECTORS

I, Salvatore C. Calvino, being the only Director of the Quantem Aviation Services, Inc. (the "Company"), hereby consent and agree to the date, time, and place as stated below for the Director's meeting for the purposes of approving and authorizing all acts necessary to effectuate the assumption of all assets, rights and obligations of its wholly owned subsidiary, Advance Cargo of Orlando, Inc. ("Advance Cargo") as of December 31, 2003, pursuant to Advance Cargo's complete liquidation and dissolution. I hereby waive notice of such meeting and any adjournment thereof.

Place of Meeting: Quantem Aviation Services, Inc.
175 Ammon Drive
Manchester, NH 03103

Date of Meeting: October 7, 2003

Time of Meeting: 10:30 am


Salvatore C. Calvino

QUANTEM AVIATION SERVICES, INC.

MINUTES OF DIRECTOR'S MEETING

October 7, 2003

The Director's meeting was held on October 7, 2003 at the offices of Quantem Aviation Services, Inc. (the "Company"). Present at the meeting was Salvatore C. Calvino, who acted as Chairman and Secretary.

The Chairman acknowledged that, for the purposes of administrative convenience and reduction of corporate redundancy, and in recognition of the effect of 26 USC 332 regarding the distribution of assets of a subsidiary into its parent, it is in the best interest of the Company and of Advance Cargo of Orlando, Inc. ("Advance Cargo") to assume all assets, rights and obligations of Advance Cargo. The Chairman then approved the assumption all assets, rights and obligations of Advance Cargo by the Company effective as of December 31, 2003, in conjunction with the complete liquidation and dissolution of Advance Cargo.

There being no further business before him, the Chairman then adjourned the meeting.

A handwritten signature in black ink, appearing to read 'Salvatore C. Calvino', is written over a horizontal line.

Salvatore C. Calvino

ADVANCE CARGO OF ORLANDO, INC.

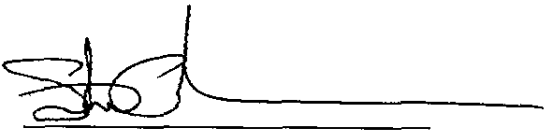
WAIVER OF NOTICE OF
SPECIAL SHAREHOLDER'S MEETING

I, Salvatore C. Calvino, being the President and sole shareholder of Quantem Aviation Services, Inc., a New Hampshire corporation ("Quantem") which is the sole shareholder of Advance Cargo of Orlando, Inc. (the "Company"), a Florida corporation, hereby consent and agree to the date, time, and place as stated below for the Shareholder's meeting for the purposes of (1) approving and authorizing the voluntary dissolution of the Company in accordance with Section 607.1403 of the Florida Statutes effective as of December 31, 2003, (2) approving and authorizing all acts necessary to effectuate the complete cancellation and redemption of all stock of the Company, (3) approving and authorizing all acts necessary to effectuate the distribution of all assets of the Company and the assignment and assumption of all rights and obligations of the Company to its parent, Quantem, pursuant to the complete liquidation and dissolution of the Company, and (4) approving and authorizing all other acts necessary to wind up and liquidate the business and affairs of the Company. I hereby waive notice of such meeting and any adjournment thereof.

Place of Meeting: Advance Cargo of Orlando, Inc.
9043 Tradeport Drive
Suite 100
Orlando, Florida 32827

Date of Meeting: October 7, 2003

Time of Meeting: 10:00 am



Salvatore C. Calvino for
Quantem Aviation Services, Inc.

ADVANCE CARGO OF ORLANDO, INC.

MINUTES OF SPECIAL SHAREHOLDER'S MEETING
October 7, 2003

The Shareholder's meeting was held on October 7, 2003 at the offices of Advance Cargo of Orlando, Inc. (the "Company"). Present at the meeting was Salvatore C. Calvino, who, in his capacity as President of Quantem Aviation Services, Inc. ("Quantem"), the sole shareholder of the Company, acted as Chairman and Secretary.


The Chairman acknowledged that the Director of the Company determined it to be in the best interest of the Company, for the purposes of administrative convenience and reduction of corporate redundancy and in recognition of the effect of 26 USC 332 regarding the distribution of assets of a subsidiary into its parent, to voluntarily dissolve the Company and distribute all assets and assign all rights and obligations of the Company to Quantem. The Chairman agreed such action is in the best interest of the Company and approved the voluntary dissolution of the Company in accordance with Section 607.1403 of the 2002 Florida Statutes effective as of December 31, 2003.

The Chairman then approved the complete cancellation and redemption of all stock of the Company.

The Chairman then approved the distribution of all assets of the Company and the assignment and assumption of all rights and obligations of the Company to its parent, Quantem, pursuant to the complete liquidation and dissolution of the Company.

The Chairman then approved the performance by the Company of other acts as necessary to wind up and liquidate its business and affairs.

There being no further business before him, the Chairman then adjourned the meeting.


Salvatore C. Calvino for
Quantem Aviation Services, Inc.

ADVANCE CARGO OF ORLANDO, INC.

WAIVER OF NOTICE OF MEETING
OF THE BOARD OF DIRECTORS

I, Salvatore C. Calvino, being the only Director of Advance Cargo of Orlando, Inc. (the "Company"), hereby consent and agree to the date, time, and place as stated below for the Director's meeting for the purpose of the purposes of (1) approving and authorizing the voluntary dissolution of the Company in accordance with Section 607.1403 of the Florida Statutes effective as of December 31, 2003, (2) approving and authorizing all acts necessary to effectuate the complete cancellation and redemption of all stock of the Company, (3) approving and authorizing all acts necessary to effectuate the distribution of all assets of the Company and the assignment and assumption of all rights and obligations of the Company to its parent, Quantem Aviation Services, Inc., pursuant to the complete liquidation and dissolution of the Company, and (4) approving and authorizing all other acts necessary to wind up and liquidate the business and affairs of the Company. I hereby waive notice of such meeting and any adjournment thereof.

Place of Meeting: Advance Cargo of Orlando, Inc.
9043 Tradeport Drive
Suite 100
Orlando, Florida 32827

Date of Meeting: October 7, 2003

Time of Meeting: 10:30 am



Salvatore C. Calvino

ADVANCE CARGO OF ORLANDO, INC.

MINUTES OF DIRECTOR'S MEETING
October 7, 2003

The Director's meeting was held on October 7, 2003 at the offices of Advance Cargo of Orlando, Inc (the "Company"). Present at the meeting was Salvatore C. Calvino, sole Director of the Company, who acted as Chairman and Secretary.

The Chairman acknowledged that, for the purposes of administrative convenience and reduction of corporate redundancy, and in recognition of the effect of 26 USC 332 regarding the distribution of assets of a subsidiary into its parent, it is in the best interest of the Company to voluntarily dissolve. The Chairman approved the voluntary dissolution of the Company in accordance with Section 607.1403 of the Florida Statutes effective as of December 31, 2003.

The Chairman then approved the complete cancellation and redemption of all stock of the Company.

The Chairman then approved the distribution of all assets of the Company and the assignment and assumption of all rights and obligations of the Company to its parent, Quantem Aviation Services, Inc., pursuant to the complete liquidation and dissolution of the Company.

The Chairman then approved the performance by the Company of other acts as necessary to wind up and liquidate its business and affairs.

The Chairman then recommended that the sole shareholder of the Company vote and approve the foregoing acts.

There being no further business before him, the Chairman then adjourned the meeting.

A handwritten signature in black ink, appearing to read 'SCC', with a long horizontal line extending to the right.

Salvatore C. Calvino