

V69739

WALTER M. TOVKACH

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CERTIFIED TAX ATTORNEY  
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CERTIFICATION

ALSO ADMITTED IN  
OHIO & NORTH CAROLINA

Post Office Box 15295  
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FILED  
97 DEC 19 AM 8:06  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA  
TELEPHONE  
(352) 371-4856  
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(352) 371-0599

December 15, 1997

Secretary of State  
Division of Corporations  
Bureau of Corporate Records  
Tallahassee, Florida 32304

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-12/19/97--01050--011  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

Re: Dissolution of CLYDE D. COULTER, JR. CORPORATION

Ladies and Gentlemen:

Enclosed please find the original and one (1) copy of the Articles of Dissolution of CLYDE D. COULTER, JR. CORPORATION and Agreement and Plan of Liquidation between the Shareholders and CLYDE D. COULTER, JR. CORPORATION, which sets forth the written consent of the Shareholders. The documents are filed in compliance with Florida Statute Section 607.1402, along with a check for \$87.50 (\$35.00 filing fee and \$52.50 for certified copy).

Please make the effective date December 31, 1997. After the original has been filed, please certify the copy and return it to me.

Sincerely,

Walter M. Tovkach (WMT)  
Walter M. Tovkach

WMT:kat

Enclosures

VS DEC 30 1997

Uo/d's

**ARTICLES OF DISSOLUTION**  
**OF**  
**CLYDE D. COULTER, JR. CORPORATION**

**FILED**  
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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

Pursuant to the provisions of Sections 607.1401, 607.1402 and 607.1403 of the Florida General Corporation Act, the undersigned of the corporation hereinafter named, adopted the following Articles of Dissolution.

1. The date of issuance of CLYDE D. COULTER, JR. CORPORATION Certificate of Incorporation was October 8, 1992.

2. The names and addresses of its officers are:

<u>NAME</u>	<u>ADDRESS</u>
MICHAEL YATES President	Post Office Box 428 Cedar Key, FL 32625
WALTON McJORDAN Vice-President	333 Easy Street Cedar Key, FL 32625
MACY O. TEETOR, III Secretary/Treasurer	Post Office Box 69 Cedar Key, FL 32625

3. The names and addresses of its directors are:

<u>NAME</u>	<u>ADDRESS</u>
MICHAEL YATES	Post Office Box 428 Cedar Key, FL 32625
MACY O. TEETER, III	Post Office Box 69 Cedar Key, FL 32625
WALTON McJORDAN	333 Easy Street Cedar Key, FL 32625

4. All debts, obligations and liabilities of the corporation have been paid or discharged or provided for in the assumption of liabilities agreement entered into by the shareholders.

5. All remaining property and assets have been distributed to the shareholders in accordance with the liquidation and dissolution plan and agreement.

6. A statement of intent to dissolve is hereby attached along with adoption of such resolution by the shareholders of CLYDE D. COULTER, JR. CORPORATION.

DATED: December 15<sup>th</sup>, 1997.

CLYDE D. COULTER, JR. CORPORATION

By: Michael Yates, Pres.  
MICHAEL YATES  
President

By: Macy O. Teeter III  
MACY O. TEETER, III,  
Secretary

STATE OF FLORIDA  
COUNTY OF ALACHUA

The foregoing instrument was acknowledged before me this 15<sup>th</sup> day of December, 1997  
by MICHAEL YATES, as President of CLYDE D. COULTER, JR. CORPORATION.



DOROTHY GRIX  
My Comm Exp. 9/26/99  
Bonded By Service Ins  
No. CC479031  
☒ Personally Known ☐ Other I.D.

Dorothy Grix  
Notary Public, State at Large  
Print Name: DOROTHY GRIX  
My Commission Expires: 26 Sept. 1999  
My Commission Number is: CC479031

Personally Known ☒  
Type of Identification \_\_\_\_\_

Produced Identification \_\_\_\_\_

STATE OF FLORIDA  
COUNTY OF Levy

The foregoing instrument was acknowledged before me this 15<sup>th</sup> day of December, 1997  
by MACY O. TEETER, III, as Secretary of CLYDE D. COULTER, JR. CORPORATION.



DOROTHY GRIX  
My Comm Exp. 9/26/99  
Bonded By Service Ins  
No. CC479031  
☒ Personally Known ☐ Other I.D.

Dorothy Grix  
Notary Public, State at Large  
Print Name: DOROTHY GRIX  
My Commission Expires: 26 Sept 1999  
My Commission Number is: CC479031

Personally Known ☒  
Type of Identification \_\_\_\_\_

Produced Identification \_\_\_\_\_

**AGREEMENT AND PLAN OF LIQUIDATION BETWEEN  
THE SHAREHOLDERS AND  
CLYDE D. COULTER, JR. CORPORATION**

AGREEMENT AND PLAN OF LIQUIDATION made this 13<sup>th</sup> day of December, 1997, between the Shareholders and CLYDE D. COULTER, JR. CORPORATION, a Florida corporation (hereinafter called the "Corporation").

WHEREAS, one hundred (100%) percent of the Shareholders owning all of the issued and outstanding capital common stock of the Corporation wish to approve, authorize and consent to the voluntary dissolution of the Corporation in accordance with the General Corporation Act of the State of Florida and Section 336 of the Internal Revenue Code;

NOW, THEREFORE, the parties hereto hereby agree as follows:

1. The Shareholders approve, authorize and consent to the voluntary dissolution of the Corporation, such dissolution to be effected as promptly as possible and in no event later than December 31, 1997, and in accordance with the plan of liquidation set forth in this Agreement.
2. The Shareholders hereby authorize the officers of the Corporation to sell or otherwise liquidate any or all of the tangible assets of the Corporation, which in their judgment should be sold or liquidated to facilitate the liquidation of the Corporation.
3. The Shareholders hereby authorize the officers of the Corporation to file a Certificate of Dissolution signed by the Stockholders of the Corporation with the Secretary of the State of the State of Florida and all proper federal forms with the Internal Revenue Service.
4. The Shareholders hereby resolve that after providing for all the proper debts of the Corporation, the remaining assets of the Corporation, including cash, if any, be distributed to the stockholders of the Corporation.
5. The Shareholders hereby authorize the officers to commence such liquidation immediately, and that its subsequent dissolution of all its assets be completed as soon as practicable, but in no event later than December 31, 1997.

6. The Shareholders hereby authorize the proper officers to pay all such fees and taxes and to do or cause to be done such further acts and things as they may deem necessary or proper in order to carry out the liquidation and dissolution of the Corporation and fully to effectuate the purposes of the foregoing resolutions.

IN WITNESS WHEREOF, the parties hereby have caused this Agreement and Plan of Liquidation to be executed by their respective duly authorized officers as of the day and year first above written.

ATTEST:

By: Macy O. Teeter III  
MACY O. TEETER, III  
Secretary

Michael Yates, Shareholder  
MICHAEL YATES  
Shareholder

Macy O. Teeter  
MACY O. TEETER, III  
Shareholder

CLYDE D. COULTER, JR. CORPORATION

By: Michael Yates, Pres.  
MICHAEL YATES,  
President

Walter McJordan  
WALTON McJORDAN  
Shareholder

Dottie Grix  
DOTTIE GRIX  
Shareholder