

**ARTICLES OF DISSOLUTION
AND PLAN OF COMPLETE LIQUIDATION**

Pursuant to the provisions of the Business Corporation Act of the State of _____, the undersigned corporation adopts the following Articles of Dissolution for the purpose of dissolving the corporation.

ARTICLE I: NAME OF CORPORATION

The name of the corporation is _____.

ARTICLE II: DATE OF INCORPORATION

The corporation was incorporated on _____, under the laws of the State of _____.

ARTICLE III: AUTHORIZATION OF DISSOLUTION

The dissolution of the corporation and the Plan of Liquidation were formally approved and authorized by the Board of Directors and the Shareholders of the corporation on _____.

The number of votes cast for the dissolution was _____, and the number of votes cast against the dissolution was _____. The vote count was sufficient for approval under the Articles of Incorporation and applicable state law.

ARTICLE IV: PLAN OF LIQUIDATION AND DISTRIBUTION

The corporation hereby adopts the following Plan of Complete Liquidation:

1. **Cessation of Business:** From and after the effective date of these Articles, the corporation shall cease to carry on its business, except insofar as may be necessary for the winding up thereof.
2. **Notice to Creditors:** The corporation shall immediately cause notice of the liquidation to be mailed to all known creditors and claimants of the corporation.
3. **Payment of Liabilities:** The corporation shall pay, satisfy, and discharge all its debts, liabilities, and obligations, or make adequate provision for the payment thereof.
4. **Distribution of Assets:** After paying or adequately providing for all its obligations, the corporation shall distribute all remaining assets, either in cash or in kind, to its shareholders of record in accordance with their respective rights and interests.
5. **Cancellation of Shares:** Upon complete distribution of all corporate assets, all outstanding shares of the corporation shall be cancelled and redeemed.

ARTICLE V: EFFECTIVE DATE

These Articles of Dissolution and Plan of Liquidation shall become effective upon filing with the appropriate state authorities, or on _____.

President (Signature)

Secretary (Signature)

Printed Name

Printed Name

Date: _____