DOC ID ----> 201531602778

DATE	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
11/13/2015	201531602778	DISSOLUTION (DIS)	50.00	0.00	0.00	0.00	0.00

Receipt

This is not a bill. Please do not remit payment.

WEGMAN, HESSLER & VANDERBURG
KEITH A. VANDERBURG
6055 ROCKSIDE WOODS BLVD., SUITE 200
CLEVELAND, OH 44131

STATE OF OHIO
CERTIFICATE

Ohio Secretary of State, Jon Husted
567713

It is hereby certified that the Secretary of State of Ohio has custody of the business records for

DFB HOLDINGS, INC.

and, that said business records show the filing and recording of:

Document(s)
DISSOLUTION

Document No(s):
201531602778

Effective Date: 11/12/2015

United States of America
State of Ohio
Office of the Secretary of State

Witness my hand and the seal of the Secretary of State at Columbus, Ohio this 13th day of November, A.D. 2015.

Jon Husted

Ohio Secretary of State

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Form 561 Prescribed by:
JON HUSTED
OHIO SECRETARY OF STATE
Toll Free: (877) SOS-FILE (877-767-3453)
Central Ohio: (614) 466-3910
www.OhioSecretaryofState.gov
busserv@OhioSecretaryofState.gov
File online or for more information: www.OHBusinessCentral.com

Mail this form to one of the following:

Regular Filing (non expedite)
P.O. Box 788
Columbus, OH 43216

Expedite Filing **(Two business day processing time. Requires an additional $100.00)**
P.O. Box 1390
Columbus, OH 43216

2015 NOV 12 PM 2:19

Certificate of Dissolution
(For-Profit, Domestic Corporation)
Filing Fee: $50

Complete the following information.

The corporation named below has adopted a resolution of dissolution.

Name of Corporation: DFB Holdings, Inc.

Charter Number: 567713

Location of Principal Office in Ohio

Akron	Summit	Ohio
City	County	State

The internet address of each domain name held or maintained by or on behalf of the corporation:

☒ The corporation did not hold or maintain any domain names.

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Name and address of the Statutory Agent.

David F. Banks, Sr.
Name

155 Hampshire Road
Address

Akron
City

Ohio
State

44313
Zip Code

Please complete this section if the corporation is appointing a new agent.

ACCEPTANCE OF APPOINTMENT

The Undersigned, _____ ,named herein as the
Statutory Agent Name

Statutory agent for, _____
Corporation Name

hereby acknowledges and accepts the appointment of statutory agent for said corporation.

Statutory Agent Signature _____
Individual Agent's Signature/Signature on behalf of Business Serving as Agent

The date of dissolution if other than the filing date _____
MM/DD/YYYY

Note: The date of dissolution must be on the date of filing, or a later date that is not more than 90 days after the date of filing, pursuant to Ohio Revised Code section 1701.86(F)(7).

Pursuant to Ohio Revised Code section 1701.87(E), a copy of the notice required by Ohio Revised Code section 1701.87(B) must be attached to this filing. (Please attach the notice or complete page 5 of this form.)

Check only one box below and provide information as required:

○ (1.) The resolution of dissolution was adopted by the **Incorporators**. Pursuant to Ohio Revised Code section 1701.86(C), if an initial stated capital was not set forth in the articles then before the corporation begins business, or if an initial stated capital is set forth in the articles then before subscriptions to shares shall have been received in the amount of that initial stated capital, the incorporators or a majority of them may adopt, by a writing signed by them, a resolution of dissolution. (138-DISI)

The names and addresses of all the incorporators must be set forth below:

Name	Address
Name	Address
Name	Address

The resolution of dissolution was adopted by the **Directors**. Pursuant to Ohio Revised Code section 1701.86 (D), directors may adopt a resolution of dissolution in the following cases, please check the box to state the proper statement of the basis for the adoption. (137-DISD)

○ (2.) The resolution of dissolution was adopted:

- ○ When the corporation has been adjudged bankrupt or has made a general assignment for the benefit of the creditors;
- ○ By leave of the court, when a receiver has been appointed in a general creditor's suit or in any suit in which the affairs of the corporation are to be wound up;
- ○ When substantially all of the assets have been sold at judicial sale or otherwise;
- ○ When the articles have been canceled for failure to file annual franchise or excise tax returns or for failure to pay franchise or excise taxes and the corporation has not been reinstated or does not desire to be reinstated; or
- ○ When the period of existence of the corporation specified in its articles has expired.

◉ (3.) The articles are hereby dissolved by the **Shareholders** pursuant to Ohio Revised Code section 1701.86(E).

(150-DISS)

Note: Pursuant to Ohio Revised Code section 1701.86(H)(2), all domestic for-profit corporations must attach to this filing a Certificate of Tax Clearance issued by the Ohio Department of Taxation.

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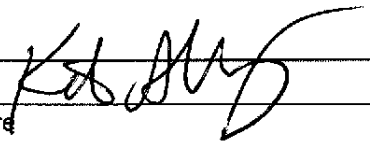
By signing and submitting this form to the Ohio Secretary of State, the undersigned hereby certifies that he or she has the requisite authority to execute this document.

Required
When the resolution is adopted by the incorporators, the certificate shall be signed by not less than a majority of the incorporators.

In all other cases, the certificate shall be signed by any authorized officer, unless the officer fails to execute and file such a certificate within 30 days after the date upon which such certificate is to be filed. In the latter event, the certificate may be signed by any three (3) shareholders or, if there are less than three (3) shareholders, all of the shareholders, form a statement that the persons signing the certificate are shareholders and are filing the certificate because of the failure of the officers to do so.

If authorized representative is an individual, then they must sign in the "signature" box and print their name in the "Print Name" box.

If authorized representative is a business entity, not an individual, then please print the business name in the "signature" box, an authorized representative of the business entity must sign in the "By" box and print their name in the "Print Name" box.



Signature

By (if applicable)

Keith A. Vanderburg, Assistant Secretary
Print Name

Signature

By (if applicable)

Print Name

Signature

By (if applicable)

Print Name

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Notice of Dissolution to Creditors and Claimants against Corporation
(pursuant to ORC 1701.87)

Notice of Dissolution of DFB Holdings, Inc.
Name of Corporation

DFB Holdings, Inc.
Name of Corporation
an Ohio corporation (the "corporation") has dissolved. You must present to the corporation any claim against the corporation, including any claim by a creditor or any claim that is conditional, unmatured, or contingent upon the occurrence or nonoccurrence of future events, pursuant to the following:

1. All claims shall be presented in writing and shall identify the claimant and contain sufficient information to reasonably inform the corporation of the substance of the claim.

2. The mailing address to which the person must send the claims is:

155 Hampshire Road
Address

Akron
City
OH
State
44313-4458
Zip Code

3. The deadline by which the corporation must receive the claim is sixty (60) days after the date this notice is given (the "Deadline").

4.The claim will be barred if the corporation does not receive the claim by the deadline.

The corporation may make distributions to other creditors or claimants, including distributions to shareholders of the corporation, without further notice to the claimant.

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Complete the information in this section.

AFFIDAVIT

In lieu of dissolution releases from various governmental authorities.

DFB Holdings, Inc.

Name of Corporation

The undersigned, being first duly sworn, declares that on the dates indicated below, each of the named state governmental agencies was advised IN WRITING of the scheduled date of filing of the Certificate and was advised IN WRITING of the acknowledgement by the corporation of the applicability of the provisions of section 1701.95 of the ORC.

Agency	**Date Notified**	**Agency**	**Date Notified**
Ohio Bureau of Workers' Compensation 30 W. Spring Street Columbus, Ohio 43215 *Only required for domestic for-profit corporations	11/9/15	Ohio Job & Family Services Status and Liability Section Data Correspondence Control **Fax:** 614-752-4811 **Phone:** 614-466-2319 **Overnight:** P.O. Box 182413 Columbus, OH 43218-2413 **Regular:** P.O. Box 182413 Columbus, OH 43218-2413	11/9/15
Agency	**Date Notified**		
Ohio Department of Taxation Taxpayer Services Division/Tax Release Unit PO Box 182382 Columbus, OH 43218-2382 Dissolution@tax.state.oh.us *Complete this date notified field only if the corporation is a domestic non-profit corporation or foreign corporation. [see* note below]		☒ The corporation is not required to pay or the department of taxation has not assessed any personal property tax.	

*Note: Domestic for-profit corporations must submit with this filing a Certificate of Tax Clearance issued by the Ohio Department of Taxation.

Note: This affidavit must be signed by one or more persons executing the certificate or by an officer of the corporation.

Signature [signature] Title Assistant Secretary

Keith A. Vanderburg
Name

6055 Rockside Woods Boulevard, Suite 200
Mailing Address

Cleveland (City) | OH (State) | 44131 (Zip Code)

Sworn to and subscribed in my presence on 11-9-15
Date

Tina Cacioppo
Notary Public - State of Ohio
My commission expires 12-26-17

Seal

[signature]
Notary Public

Commission Expires 12-26-17
Date

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AFFIDAVIT OF PERSONAL PROPERTY

State of Ohio

County of Cuyahoga

Keith A. Vanderburg
Name of Officer

Assistant Secretary
Title of Officer

of

DFB Holdings, Inc.
Name of Corporation

and that this affidavit is made in compliance with Section 1701.86(H)(1) of the Ohio Revised Code.

That above-named corporation: (Check one (1) of the following)

- [x] Has no personal property in any county in Ohio
- [ ] Is the type required to pay personal property taxes to state authorities only
- [ ] Has personal property in the following county (ies)

Signature: Keith A. Vanderburg Title: Assistant Secretary

Sworn to and subscribed in my presence on Date 11-9-15

Seal

Tina Cacioppo
Notary Public

Expiration date of Notary Public's Commission Date 12-26-17

Tina Cacioppo
Notary Public - State of Ohio
My commission expires 12-26-17

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Ohio | Department of Taxation

PO Box 182382
Columbus, OH 43218-2382
tax.ohio.gov

DFB HOLDINGS, INC. CHARTER# 567713
KEITH A VANDERBURG
6055 ROCKSIDE WOODS BLVD STE 200
CLEVELAND, OH 44131
USA

November 02, 2015
Contact ID: 9992926863

RE: Certificate of Tax Clearance

This certificate certifies that the above stated entity has filed all tax returns and paid in full all taxes and fees administered by the tax commissioner through the certificate issue date.

This certificate does **not** preclude the Department from issuing a bill and/or assessment against the entity for any tax returns and/or tax liabilities and fees that become due after the certificate issue date or as a result of an examination or audit for any period ending prior to the date that this certificate is filed with the Ohio Secretary of State.

This certificate of Tax Clearance is valid for thirty (30) days from the date of issuance and must be filed along with all forms prescribed by the Ohio Secretary of State.

Joseph W. Testa
Tax Commissioner

If you have any questions, please contact us.

Taxpayer Services Division
Phone: 1-888-405-4039
Fax: 1-206-984-0378
TTY/TDD: 1-800-750-0750