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January 11, 1999

Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

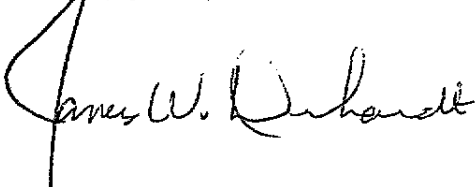
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RE: Redington Beaches Fire Association, Inc.

Ladies and Gentlemen:

Enclosed please find the Articles of Dissolution and Plan of Distribution of Assets of Redington Beaches Fire Association, Inc., and a check in the amount of \$35.00 for the filing fee. Please forward confirmation of the filing of these documents.

Very truly yours,



James W. Denhardt

Enclosures

JWD/law

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99 JAN 11 AM 9:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FL Dissol
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ARTICLES OF DISSOLUTION
OF
REDINGTON BEACHES FIRE ASSOCIATION, INC.

Pursuant to §617.1403, Florida Statutes, this corporation submits the following
Articles of Dissolution:

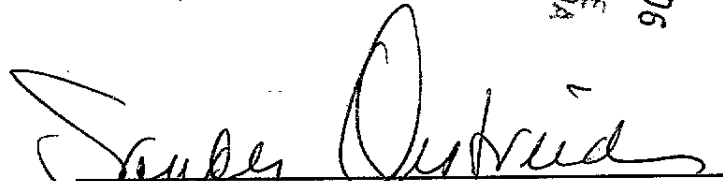
FIRST: The name of the corporation is REDINGTON BEACHES FIRE
ASSOCIATION, INC.

SECOND: A Resolution to dissolve the corporation with the effective date of
dissolution being December 31, 1998, was adopted by the written consent of at least a
majority of the three members of the corporation, and executed in accordance with Florida
Statute §617.071.

THIRD: The plan of distribution of assets, a copy of which is attached
hereto and incorporated herein, was also adopted by the written consent of the three
members of the corporation and executed in accordance with Florida Statute §617.071

FOURTH: The effective date of the dissolution of the corporation
December 31, 1998.

Signed this 16 day of December, 1998.



SANDY OESTREICH, Chairperson

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CLERK OF STATE
TALLAHASSEE, FLORIDA

PLAN OF DISTRIBUTION OF ASSETS

OF

REDINGTON BEACHES FIRE ASSOCIATION, INC.

The following shall constitute the Plan of Distribution of Assets of REDINGTON BEACHES FIRE ASSOCIATION, INC., pursuant to the dissolution of such corporation:

1. All liabilities and obligations of the corporation will be paid prior to December 31, 1998. Although it is not anticipated that the corporation will have any liabilities or receive any bills for any obligations subsequent to December 31, 1998, in the event the corporation does receive any such bills or incur any liabilities, such items shall be paid one-third (1/3) each by the three member Towns of the corporation, Town of Redington Beach, Florida; Town of North Redington Beach, Florida; and Town of Redington Shores, Florida.

2. There are no assets held by the corporation upon condition requiring return, transfer or conveyance, which condition occurs by reason of the dissolution.

3. There are no assets received and held by the corporation subject to limitations permitting their use only for charitable, religious, eleemosynary, benevolent, educational, or similar purposes, but not held upon a condition requiring return, transfer or conveyance by reason of the dissolution.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

4. All remaining assets of the corporation constitute capital contributions from the three members of the corporation, or the proceeds therefrom, and such remaining assets shall be distributed in three equal shares to the three members of the corporation.

Executed this 16 day of December, 1998.


SANDY OESTREICH, Chairperson

CERTIFICATE OF COMPLIANCE

The undersigned, as Chairperson of the Board of Directors of REDINGTON BEACHES FIRE ASSOCIATION, INC., hereby certifies that the corporation has complied with the requirements of Florida Statute §617.1406(1) by adopting a resolution recommending a plan of distribution and directing its submission to a vote at a meeting of the members entitled to vote thereon, by providing written notice setting forth a proposed plan of distribution to each of the members, and by having such plan of distribution adopted by unanimous vote of the members of the corporation.

DATED this 16 day of December, 1998.


SANDY OESTREICH, Chairperson