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To:

Division of Corporations

Fax Number : (850)617-6360

From:

Account Name : SPIEGEL & UTRERA, P.A.

Account Number : FCA0000000001 Phone : (305)854-6000

Fax Number : (305)860-2076

DISSOLUTION OR WITHDRAWAL HELPING HANDS OF THE MARY ESTHER FIRE **DEPARTMENT INC**

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ARTICLES OF DISSOLUTION

TO

ARTICLES OF INCORPORATION

OF

Helping Hands of the Mary Esther Fire Department Inc.

Pursuant to the provisions of section 617.1403, Florida Statutes, this Florida Not For Profit Corporation submits the following Articles of Dissolution:

FIRST: The name of this corporation is Helping Hands of the Mary Esther Fire

Department Inc.

SECOND: The document number of the corporation is N00000005874

THIRD: The date of adoption of these Articles of Dissolution is the 24th of August 2018.

FOURTH: The date of the meeting of Directors at which the resolution to dissolve was

adopted this 24th of August 2018. The number of votes cast by the Directors was

sufficient for approval.

FIFTH: The Articles of Dissolution shall be effective upon the filing with the Secretary of

State of Florida.

Signed this 27th of August 2018

Helping Hands of the Mary Esther Fire Department Inc.

Troy Smith, President



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Notice of Corporate Dissolution

This notice is submitted by the dissolved corporation named between against this corporation as provided in s. 617,1407, F.S.	w for resolution of payment of unknown claims
This "Notice of Corporate Dissolution" is opnound and is not re-	quired when filing a voluntary dissolution.
Name of Corporation: Helping Hands of the Mary Esther Fire Dep	partment inc.
Date of dissolution will be the date the dissolution is filed with the of Dissolution.	e Department of State or as specified in the Articl
Description of information that must be included in a claim:	
Describe what the claim to be made against the non-profit corpore	ation is and how you have standing to bring such
Mailing address where claims can be sent: (Claims cannot be sen	t to the Division of Corporations)
1840 Coral way 4th floor Miami, Flonda 33145 Attn; Natalia Utrera	1
	·
A claim against the above named corporation will be barred unless within 4 years after the filing of this notice.	es a proceeding to enforce the claim is commenced
Troy Smith	Troy Smith
Printed Name of the Person Filing	Suppliere of the Person Admin

Fee: No charge if included with Articles of Dissolution. If filed separately \$35.00

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Plan of Distribution of Assets pursuant to 617,1406

The undersigned Directors of HELPING HANDS OF THE MARY ESTHER FIDE DEPARTMENT INC. held a Special Meeting of Board of Directors at 195 Christoba Road North, Mary Esther, Florida 32569, on this Z4th day of August 2018 at 3:00 o'clock p.m. pursuant to notice given in accordance with the applicable law, by unanimous written consent, having considered the advisability of voluntarily dissolving the Corporation, and it being the unanimous opinion of the Directors that dissolution is advisable and in the best interests of the Corporation, and the Directors having adopted, unanimous vote, a plan for a voluntary dissolution of the corporation, does hereby declare that the Corporation be dissolved in accordance with the following plan:

All liabilities and obligations of the Corporation are to be paid and discharged prior to the distribution of all assets. As of August 24, 2018 all liabilities and obligations of the Corporation have been paid.

All assets held by the Corporation upon condition requiring return, transfer, or conveyance, which condition occurs by reason of the dissolution, are to be returned, transferred, or conveyed in accordance with such requirements. As of August 20th 2018 all assets not owned by the Corporation or required to be returned by the Corporation upon dissolution have been returned.

According to IRS Code § 508(c)(1)(A): There are special rules with respect to section 501(c)(3) organizations;

- (a) New organizations must notify secretary that they are applying for recognition of section 501(a)(3) status.
 - (c) Exceptions.
 - (1) Mandatory exceptions. Subsections (a) and (b) shall not apply to—

 (A) Churches, their integrated saxiliaries, and conventions or essections of churches

This is known as the "mandatory exception" rule. Certain characteristics are generally attributed to churches. These attributes of a church have been developed by the IRS and by court decisions. These attributes include: distinct legal existence, recognized creed and form of worship, distinct religious history, membership not associated with any other church or denomination, organization of ordained ministers, ordained ministers selected after completing prescribed courses of study, established places of worship, regular congregations, regular religious services, Sunday schools for the religious instruction of the young etc. The IRS uses a combination of these characteristics, together with other facts and circumstances, to determine whether an organization is considered a church for faderal tax purposes. Publication 1828 (Rev. 8-2015).

Through an investigation of the procedures of The Shullmar United Methodist Church of Shallmar Florida, Inc., the Corporation has determined the Church conducts regular congregations, regular religious services, has an established place of worship, and additional

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characteristics that would render the institution a "church" by definition of the Internal Revenue Code. Publication. 1828 (Rev. 8-2015).

It is determined that The Helping Hands of the Mary Eather Fire Department Inc. ("Transferor") has approved a distribution of the remaining assets of the Corporation which include approximately \$22,000.00 in cash and tangible assets valued at an estimated \$2,000.00. It was determined that The Shalimar United Methodist Church of Shalimar, Florida, Inc. located at 1 old Ferry Rd. Shalimar, Florida 32579 Tax ID 59-1156599 ("Transferen") shall receive said remaining assets for purposes as described in Scotion 170(c)(2)(B) of the Internal Revenue Code designated as a contribution to general support Transferee as long as Transferee continues to qualify as a church and therefore, a a tax-exempt organization under section 501(c)(3) of the Internal Revenue Code and not as a private foundation as defined in section 509(a) of the Code.

As of the date of this Plan of Distribution, The Shalimar United Methodist Church of Shalimar, Florida Inc. is known to be a church by its own representation as shown in the Agreement executed and attached.

Troy Smith, Director

Dated: August 21, 2018