

Division of Corporations

NO5000005088

Florida Department of State
Division of Corporations
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DISSOLUTION OR WITHDRAWAL

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ENVIRONMENTAL AWARENESS WORKSHOP OF SOUTHWEST FLORIDA

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Electronic Filing Menu

Corporate Filing Menu

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**ARTICLES OF DISSOLUTION
OF
SENSITIVITY AWARENESS WORKSHOP OF SOUTHWEST FLORIDA, INC.**

Pursuant to Section 617.1403 of the Florida Not for Profit Corporation Act, Sensitivity Awareness Workshop of Southwest Florida, inc., a Florida not for profit corporation (the "Corporation"), hereby submits the following Articles of Dissolution.

ARTICLE I

Name

The name of the Corporation is: Sensitivity Awareness Workshop of Southwest Florida, Inc.

ARTICLE II

Document Number and Inception Date

The document number of the Corporation is N05000005088. The Corporation's inception date is May 15, 2005.

ARTICLE III

Dissolution Authorized

The Corporation has no Members. On February 11, 2008, all of the four directors serving on the Board of Directors unanimously voted by written consent to adopt the resolution to dissolve the Corporation and approved the Corporation's Plan of Distribution of Assets.

ARTICLE IV

Effective Date

The effective date of the dissolution shall be upon the filing of the Articles of Dissolution with the Florida Department of State.

**SENSITIVITY AWARENESS WORKSHOP OF
SOUTHWEST FLORIDA, INC.**

A Florida not for profit corporation

By: _____

Lisa Cronin Miller, Director/President

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WRITTEN CONSENT
OF
SENSITIVITY AWARENESS WORKSHOP OF SOUTHWEST FLORIDA, INC.
(a Corporation Not For Profit)

The UNDERSIGNED, being all of the Directors of Sensitivity Awareness Workshop of Southwest Florida, Inc., a Florida Not For Profit Corporation (the "Corporation"), do hereby consent to the adoption of the following resolutions pursuant to the provisions for dissolution and plan for distribution of assets and discharge of liabilities of the Corporation under Chapter 617 of the Florida Not for Profit Act (the "Act").

RESOLVED, the Board of Directors have determined that it is in the best interest of the Corporation that it be dissolved under the provisions of Section 617.1403 of the Act; and be it further

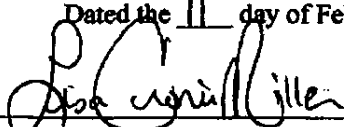
RESOLVED, the Board of Directors have determined that it is in the best interest of the Corporation that the Plan of Liquidation and Distribution of Assets, a copy of which is attached hereto, as Exhibit A, be adopted; and be it further

RESOLVED, the President or such other officer as she may direct is hereby authorized and directed to execute any document contemplated by the Plan of Liquidation and Distribution of Assets; and be it further

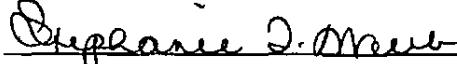
RESOLVED, all lawful acts on behalf of the Corporation taken by the Officers and Directors to date are hereby ratified and confirmed.

Execution of this Consent by the undersigned, being all the members of the Board of Directors, pursuant to Chapter 617 of the Act, waive any requirement of a formal meeting to conduct the business referred to herein.

Dated the 11 day of February, 2008.



Lisa Cronin Miller, Director



Stephanie T. Webb, Director



Jill B. Bonnell, Director



Michelle C. Shroyer, Director

SENSITIVITY AWARENESS WORKSHOP OF SOUTHWEST FLORIDA, INC.

PLAN OF LIQUIDATION AND DISTRIBUTION OF ASSETS

This Plan of Liquidation and Distribution of Assets is made and entered into by the Sensitivity Awareness Workshop of Southwest Florida, Inc., a Florida not for profit corporation (the "Corporation"), to be effective as of February 11, 2008.

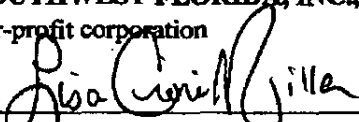
WHEREAS, the Board of Directors has determined that it is in the best interests of the Corporation to dissolve as a Florida not-for-profit corporation in accordance with the requirements of section 617.1402 of the Florida Not-For-Profit Corporation Act (the "Act") and the laws of the State of Florida;

NOW, THEREFORE, in consideration of the premises above and intending to be legally bound hereby, the Board of Directors adopts the following Plan of Liquidation and Distribution of Assets for the purpose of properly distribution all assets, liabilities and obligations of the Corporation in accordance with Section 613.1406 of the Act.

1. All liabilities of the Corporation shall be paid or discharged by the Corporation.
2. All remaining assets of the Corporation shall, upon dissolution be assigned to Larc, Inc. a Florida not-for-profit corporation, and a charitable entity described in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended.
3. The Corporation has no assets held upon a condition requiring return, transfer, or conveyance by reason of the dissolution.
4. The officer signing below hereby certifies the Corporation's compliance with Section 617.1406(2) of the Florida Not For Profit Corporation Act.

By signing below, such officer hereby authenticates this Plan of Liquidation and Distribution of Assets.

SENSITIVITY AWARENESS WORKSHOP OF SOUTHWEST FLORIDA, INC., a Florida not-for-profit corporation



Lisa Cronin Miller, Its President