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Florida Department of State
Division of Corporations
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To:

Division of Corporations
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From:

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Account Number : 120100000075
Phone : (305)373-9419
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DISSOLUTION OR WITHDRAWAL
EMBRACE FAMILIES, INC.

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A. RAMSEY

MAR 13 2025

FILED
2025 MAR 12 AM 9:01
Florida Department of State
Division of Corporations

Fax Audit No. H25000093534 3

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Embrace Families, Inc.

DOCUMENT NUMBER: N11000007021

The enclosed **Articles of Dissolution** and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Cassandra Guerdan, Esq.

(Name of Contact Person)

Nelson Mullins Riley & Scarborough LLP

(Firm/Company)

390 North Orange Avenue, Suite 1400

(Address)

Orlando, FL 32801

(City/State and Zip Code)

For further information concerning this matter, please call:

Cassandra Guerdan, Esq.

(Name of Contact Person)

at (407)

(Area Code)

669-4200

(Daytime Telephone Number)

Enclosed is a check for the following amount:

☒ \$35 Filing Fee ☐ \$43.75 Filing Fee & Certificate of Status ☐ \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed) ☐ \$52.50 Filing Fee, Certificate of Status & Certified Copy (Additional copy is enclosed)

Mailing Address:

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:

Amendment Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

FILED
- Fax Audit No. H25000093534 3

ARTICLES OF DISSOLUTION 2025 MAR 12 AM 9:01

Pursuant to section 617.1403, Florida Statutes, this Florida not for profit corporation submits the following Articles of Dissolution:

FIRST: The name of the corporation as currently filed with the Florida Department of State:
Embrace Families, Inc.

SECOND: The document number of the corporation (if known): N11000007021

THIRD: Adoption of Dissolution
(COMPLETE SECTION I OR II)

SECTION I

If the corporation has members entitled to vote:

(CHECK/COMPLETE ONE)

☐ The date of meeting of members at which the resolution to dissolve was adopted

_____. The number of votes cast by the members was sufficient for approval.

☐ The resolution was adopted by written consent of the members and executed in accordance with section 617.0701, Florida Statutes.

SECTION II

If the corporation has no members or members entitled to vote on the dissolution:

The corporation has no members or members entitled to vote on the dissolution.

The date of adoption of the resolution by the board of directors was March 11, 2025

The number of directors in office was ⁴ and the vote for resolution was ⁴ for and 0 against. (Must be a majority vote)

FOURTH Effective date of dissolution, if applicable: _____
(no more than 90 days after dissolution file date)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

Signature: _____
(By the chairman or vice chairman of the board, president or other officer; if directors have not been selected, by an incorporator; if in the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary)

Mark Jackson

(Typed or printed name of person signing)

Chairman of the Board

(Title of person signing)

Filing Fee: \$35

Fax Audit No. H25000093534 3

Notice of Corporate Dissolution

This notice is submitted by the dissolved corporation named below for resolution of payment of unknown claims against this corporation as provided in s. 617.1407, F.S.

This "Notice of Corporate Dissolution" is optional and is not required when filing a voluntary dissolution.

Name of Corporation: Embrace Families, Inc.

Date of dissolution will be the date the dissolution is filed with the Department of State or as specified in the Articles of Dissolution.

Description of information that must be included in a claim:

1. Full legal name, address and telephone number of claimant; and

2. Complete description, date and amount of claim.

Mailing address where claims can be sent: (Claims cannot be sent to the Division of Corporations)

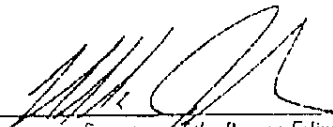
Embrace Families, Inc.

2328 Citadel Way, Suite 103 PMB 228, Melbourne, FL 32940

A claim against the above named corporation will be barred unless a proceeding to enforce the claim is commenced within 4 years after the filing of this notice.

Mark Jackson, Chairman of the Board

Printed Name of the Person Filing



Signature of the Person Filing

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

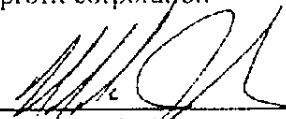
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**EMBRACE FAMILIES, INC.
OFFICER'S CERTIFICATION**

The undersigned certifies that the attached Plan of Distribution of Assets of EMBRACE FAMILIES, INC., a Florida not-for-profit corporation (the "Corporation") was adopted by a vote of a majority of the Directors of the Corporation at a meeting of the Directors held on March 11, 2025.

EMBRACE FAMILIES, INC., a Florida not-for-profit corporation

By: 

Name: Mark Jackson

Title: Chairman of the Board of Directors

**PLAN OF DISTRIBUTION OF ASSETS
OF
EMBRACE FAMILIES, INC.**

In connection with the dissolution of EMBRACE FAMILIES, INC., a Florida not-for-profit corporation (the "Corporation"), located at 2328 Citadel Way, Suite 103 PMB 228, Melbourne, FL 32940, the assets of the Corporation shall be distributed, to the extent available, in the following order and manner:

1. All liabilities and obligations of the Corporation shall be paid and discharged, or adequate provisions for payment and discharge shall be made.
2. Assets held by the Corporation upon condition requiring return, transfer, or conveyance, which condition occurs by reason of the dissolution, shall be returned, transferred, or conveyed in accordance with such requirements.
3. 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, shall be transferred or conveyed to one or more domestic or foreign corporations, trusts, societies, or organizations engaged in activities substantially similar to those of the Corporation as determined and approved by the Board of Directors of the Corporation.
4. All remaining assets, if any, shall be transferred or conveyed to one or more entities that are exempt from tax under §501(c)(3) and §170(c)(2) of the Internal Revenue Code of 1986, as amended, or to the federal, state, or local government for exclusive public purpose, as determined and approved by the Board of Directors of the Corporation and pursuant to by the Articles of Incorporation and Bylaws of the Corporation.