

N22101

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

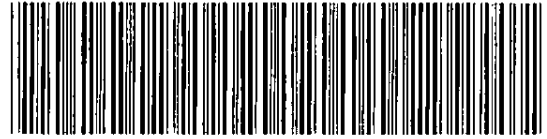
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23 JUL 18 AM 11:29
TALLAHASSEE, FL OFFICE

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Dissolution of The Spanish American Club of Citrus County, Inc.

DOCUMENT NUMBER: N22101

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

Please return all correspondence concerning this matter to the following:

Maria E. Coimbre, President

(Name of Contact Person)

Spanish American Club of Citrus County, Inc.

(Firm/Company)

P.O. Box 2591

(Address)

Inverness, FL 34451

(City/State and Zip Code)

For further information concerning this matter, please call:

John Fuentes

at (609)

247-8119

(Name of Contact Person)

(Area Code)

(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

ARTICLES OF DISSOLUTION

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: Spanish American Club of Citrus County, Inc.

SECOND: The document number of the corporation (if known): N22101

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: May 18, 2023. The number of votes cast by the members was sufficient for approval.

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

SECTION II

Board Dissolution Recommendation was voted on April 5, 2023. 10 Board Members. 9 in favor of dissolution, 1 absent. Copy attached. Club Membership approved Dissolution Resolution on May 19, 2023 by unanimous vote. Copy attached. Resolution effective May 30, 2023 with a 3 month opportunity for members to assume executive positions required by Corporate Bylaws.

FOURTH Effective date of dissolution, if applicable: August 17, 2023 (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: Maria E. Coimbre (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)

Maria E, Coimbre

(Typed or printed name of person signing)

President, Board of Directors

(Title of person signing)

FILED 23 JUL 18 AM 11:38

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Signature: Maria E. Coimbre

(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)

Maria E, Coimbre

(Typed or printed name of person signing)

President, Board of Directors

(Title of person signing)

FILED 23 JUL 18 AM 11:30

Filing Fee: \$35

Copies of all resolutions attached..

Corporate Resolution
Spanish American Club of Citrus County, Inc.

We, Members of the Spanish American Club of Citrus County, Inc., organized and existing under the laws of the State of Florida, and having our principal address at P.O. Box 2591, Inverness, Florida 34451 (the "Corporation"), do hereby consider and resolve the following:

Considering That:

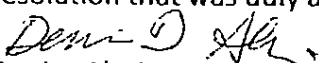
1. No member accepts a nomination for President, Secretary and Treasurer at our May General Membership meeting as required by the Bylaws.
2. Members did not respond to a mailed request for volunteers to serve on the Board of Directors.
3. The current Board has served for 3 consecutive terms.
4. The Corporation Bylaws require the Board to dissolve the Corporation following all legal requirements, and the State of Florida requires that Board of Directors of non-profit corporation with active membership recommend dissolution to their membership in writing.
5. Our bylaws require corporate dissolution follow Robert's Rules of Parliamentary Procedure.
6. Roberts Rules requires dissolution resolutions to follow bylaw amendment procedures.
7. This resolution has been read at 2 consecutive meetings and notice of this vote has been mailed to all voting/active members.

We hereby Resolve:

1. That the Spanish American Club of Citrus County, Inc be dissolved effective May 30, 2023.
2. That consonant with our bylaws, the Board will continue active for 3 months following the May meeting conducting our corporate required reporting and finalizing all corporate business.
3. That all Corporate Assets shall be distributed and donated in the following manner:
 - a. Goods and furniture will be sold or given to non-profit organizations.
 - b. Our corporate accounts shall be closed prior to August 17, 2023.
 - c. A check for the full balance of funds shall be made for, and delivered to Jessie's Place, a non-profit organization of Citrus County, in accordance with our Certificate of Incorporation and our Bylaws.
4. That a copy of this resolution, our articles of Dissolution and the Asset Distribution Plan herein stated shall be mailed to the Florida Department of State and attached to our 990 Federal IRS Non-Profit yearly filing, to notify all pertinent government agencies of our dissolution.
5. That in the unforeseeable possibility that volunteers agree to assume the responsibilities of the 3 main executive positions of the Board of Directors, on or before August 17, 2023 this dissolution will be null and void.
6. That on August 17, 2023 the Board shall convene a meeting of Members to report on all the dissolution activities performed.

Certificate of the Secretary of the Corporation

I, Denise Alesi, hereby certify that I am a duly elected and qualified Secretary of the Spanish American Club of Citrus County, Inc. and that the above is a true and correct record of the resolution that was duly adopted by the Members of the Corporation on May 19th, 2023.


Denise Alesi

Secretary, Board of Directors
Spanish American Club of Citrus County
May 20, 2023