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N35387

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March 26, 1999

Division of Corporations
Secretary of State of Florida
Post Office Box 6327
Tallahassee, Florida 32314

000002821260--3
-03/29/99-01025-006
*****35.00 *****35.00

Re: Lifepath Hospice Foundation, Inc.


Dear Sir:

Enclosed herewith please find the following with regard to the above referenced matter:

1. Articles of Dissolution
2. Certificate of Authentication
3. Our check in the amount of \$35.00

Very truly yours,

BRICKLEMYER SMOLKER & BOLVES, P.A.


Douglas C. Roland

DCR/vhb
Enclosure

FILED
99 MAR 29 AM 8:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
EFFECTIVE DATE
4/1/99

UoHis

VS APR 6 1999

Reply to: F:\DOCS\VHB\LETTERS\SECSTATE\LIF
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**ARTICLES OF DISSOLUTION
OF
LIFEPATH HOSPICE FOUNDATION, INC.**

FILED
99 MAR 29 AM 8:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
EFFECTIVE DATE
4/1/99

Pursuant to Section 617.1401 of the Florida Statutes, LifePath Hospice Foundation, Inc. (the "Corporation"), adopts these Articles of Dissolution.

FIRST: The name of the corporation is LifePath Hospice Foundation, Inc., a not-for-profit Florida corporation.

SECOND: The Articles of Incorporation were filed on November 21, 1989, and were assigned document number N35387.


THIRD: The Articles of Incorporation were amended and filed on March 18, 1998, and assigned letter number 498A00015072.

FOURTH: No debts of the corporation remain unpaid.

FIFTH: The members of the corporation are the Board of Directors and as such authorized this dissolution by vote at a special meeting on February 5, 1999.

SIXTH: The Articles of Dissolution will take effect April 1, 1999.

DATED: 3/19/99


Secretary

CERTIFICATE OF AUTHENTICATION AND COMPLIANCE

The undersigned, being the Secretary of Lifepath Hospice Foundation, Inc. (the "Corporation"), hereby certifies that the Plan of Distribution attached hereto is a true and accurate copy of such plan as adopted by the Board of Directors at a special meeting on February 5, 1999.

The undersigned further certifies that, in accordance with the Bylaws of the Corporation and Chapter 617 of the Florida Statutes, a notice of such special meeting was given to the members of the Corporation, being the same persons as the Board of Directors, on December 30, 1998. Eight members were present and represented a quorum, and voted, as members and as Directors, 6-0, with two abstentions, in favor of the resolution of dissolution and Plan of Distribution.

DATE 3/19/99

Victoria C. Spallone
Secretary

RESOLUTION

Be it resolved that LifePath Hospice Foundation, Inc. is dissolved as of April 1, 1999. In accordance with the Agreement of July 24, 1990, all assets of LifePath Hospice Foundation, Inc. will be assigned, transferred, and delivered to LifePath Hospice, Inc., as described in a separate Plan of Distribution of Assets.

LifePath Hospice Foundation
Assets for Distribution
February 2, 1999

AssetsUnrestricted:

Cash	\$	277,018
Investments	\$	533,912
Accounts Receivable	\$	40,401
Endowment	\$	7,000
Subtotal	\$	<u>858,331</u>

Restricted:

Cash	\$480,522
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Total Assets	\$	1,338,853
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Liabilities

Payables Due LifePath	\$	62,167
Payables Due To Others	\$	22,355
Subtotal	\$	<u>84,522</u>

Net Assets

Available for Distribution	\$	1,254,331
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LifePath Hospice Foundation
Assets for Distribution
February 2, 1999

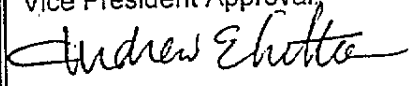
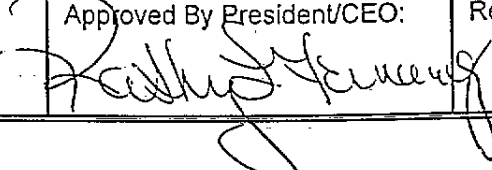
Restricted Assets

Cash:			
Friends of Hospice - Tampa	\$	1,281	Transferred \$10,000 to Camp Circle of Love. Will Meet 02/08 to determine other transfers.
Friends of Hospice - SC	\$	43,717	
Children's Camp	\$	39,264	Camp Circle of Love
Children's Program	\$	148,346	Partially offset '99 budgeted expenses (\$183,740).
Education & Research	\$	51,275	\$39,000 being transferred to cover expenses for Palliative Care conference.
Facilities	\$	5,000	Single gift restricted for construction of Hospice House in Tampa.
Community Services	\$	7,494	Funds for reimbursing Beacon Center for counseling services.
Latin Initiative	\$	71,389	\$18,000 approved for transfer for '98. \$28,572 budgeted in '99 for activities funded by initiative.
Care Givers	\$	42,263	In home care services. \$10,000 has been allocated for '99.
Sun City Residence	\$	60,889	Funds for construction of Hospice House in Sun City.
Volunteer Services	\$	9,604	Special needs fund to cover non patient items purchased for needy families.

Total Restricted Cash \$ 480,522

Administrative/Operational Manual
POLICY/PROCEDURE

LIFEPATH HOSPICE, INC.

Subject: Transfer of Restricted/Unrestricted Funds	Page 1 of 3	Reviewed:	305
Department: Development	Effective Date: 5/98		
Vice President Approval: 	Approved By President/CEO: 	Revised: 02/04/99	

POLICY

LifePath Hospice collects and holds funds given by donors with a charitable intent. It is the responsibility of the Development Department, therefore, to protect the charitable interests of the donor by ensuring all donated funds are used for the charitable purposes for which they were given.

PROCEDURE

- I. Fund accounts will be established by the Development Department and the accounting department based on areas or programs for which charitable funds will be used. Funds will be accounted for as Unrestricted or Restricted. New fund accounts (for new areas of Restriction) will be created as directed by the CEO and CFO jointly.
- II. The Accounting Department will establish Fund Account numbers which will be used for each of the active charitable funds. These fund numbers will be used by the Development Department when posting donations in its Raiser's Edge software. Fund account numbers will be used only for designating restricted and unrestricted funds, and will not be used to track methods of raising funds.
- III. An accountable officer will be designated by the CEO and CFO to oversee the use of each program fund. The officer will be a member of senior staff of LifePath Hospice with oversight of a particular program, or a LifePath Hospice trustee. The Vice President/Development will not be an accountable officer. The Accounting Dept. will issue quarterly statements of revenue and disbursements to each accountable officer of his or her fund.
- IV. To use funds in any given fund account the following procedure must take place:
 - A. The accountable officer must complete the attached form, "Request for Expenditure of Philanthropic Funds," and the purpose for which the funds will be used;
 - B. The accountable officer will forward the Request form to the Vice President/Development for approval to ensure the funds are used for charitable purposes and the intent of the donor(s).
 - C. The form is then forwarded to the CFO for approval. In cases where expenditure of funds are greater than \$10,000, or if the expenditure is not part of the strategic plan, the form must also be approved by the CEO. Expenditures of more than \$25,000 that are not part of the strategic plan must be approved by the executive committee.
 - D. The completed form is then returned to the Accounting Department, which will transfer the funds to the program's operating budget.
- V. After the funds are expended, the accountable officer must make a report to the Vice President/Development regarding the expenditure so that the Vice President may provide information to the donor(s) of the funds.

REQUEST FOR EXPENDITURE OF PHILANTHROPIC FUNDS

As the Accountable Officer, please complete this form, making sure that you have signed it. Forward to the Development office. After verifying this form, the Development office will forward to Accounting for processing.

Amount Requested: \$ _____

Is this expenditure part of the strategic plan? _____

Please provide justification that this expenditure complies with the purposes of LifePath Hospice:

Funds From (Restricted Fund Name): _____

Funds TO (Department Name/budget): _____

CERTIFICATION:

The Vice President - Development certifies that this proposed expenditure is allowed by the purpose(s) and/or restriction(s) that govern(s) this fund:

Vice President: _____ Date: _____

APPROVALS:

Accountable Officer: _____ Date: _____

Chief Financial Officer: _____ Date: _____

Chief Executive Officer: _____ Date: _____
(CEO must sign if requested expenditure is over \$10,000, or if expenditure of any amount is not part of strategic plan.)

LifePath Hospice Foundation

Internal Audit of In-kind Gifts Held on 12/31/98

1. Twenty six (26) Oil Paintings -- Seascapes

Donated by Mr. Watson on September 1, 1998.

Value: \$1950 (Four of the paintings sold at an event in 1998 for an average sale price of \$75.)

Liquidation plans: Paintings will be sold at auctions over the next few years.

2. Miscellaneous Christmas Ornaments

Donated by the Tampa Museum of Art on December 1, 1997.

Estimated Value: \$100.

Liquidation Plans: Ornaments will be used as part of office Christmas decorations.

LifePath Hospice Foundation

Status of Conditioned Assets as of February 5, 1999

An internal audit was conducted in December 1998 to determine the status of any conditioned assets (gifts given with conditions attached). All donor files and electronic records were reviewed. There are currently no assets from conditioned gifts.

Summary of I.R.S. Requirements when dissolving a 501 (c) 3 Corporation

In order to receive a letter from the I.R.S. stating that they recognize that the organization has been dissolved, we will need to provide:

- + a letter advising the I.R.S. that the corporation has been dissolved
- + a list of assets on hand at the date of dissolution
- + report of distribution of assets
- + copy of stamped and filed articles of dissolution

After 90 to 120 days, the I.R.S. will issue a letter of termination/dissolution.

We will also need to file a "short-year" 990.