

703210

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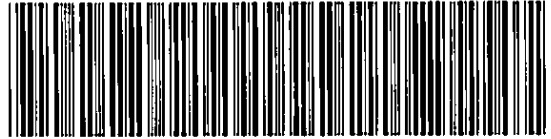
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P: 866.625.0838  
F: 866.625.0839  
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Account#: 120000000088

Date: 09/28/2021

Name: Chris Vick

Reference #: 1478027

Entity Name: DELTA THETA HOUSE CORPORATION OF KAPPA THETA FRATERNITY, INC.

☐ Articles of Incorporation/Authorization to Transact Business

☐ Amendment

☐ Change of Agent

☐ Reinstatement

☐ Conversion

☐ Merger

☒ Dissolution/Withdrawal

☐ Fictitious Name

☒ Other CERTIFIED COPY UPON FILING

Authorized Amount: \$43.75

Signature: 

• CORPORATE HQ  
COGENCY GLOBAL INC.  
10 E 40TH ST, 10TH FL  
NY, NY 10016  
D: +1.212.947.7200  
P: 800.221.0102  
F: 800.944.6607

• EUROPEAN HQ  
COGENCY GLOBAL (UK) LIMITED  
REGISTERED IN ENGLAND & WALES,  
REGISTRY #301072  
6 LLOYDS AVE, UNIT 4CL  
LONDON EC3N 3AX  
+44 (0)20.3961.3080

• ASIA PACIFIC HQ  
COGENCY GLOBAL (HK) LIMITED  
A HONG KONG LIMITED COMPANY  
UNIT B, 1/F, LIPPO LEIGHTON TOWER  
103 LEIGHTON RD, CAUSEWAY BAY  
HONG KONG  
P: +852.2682.9633  
F: +852.2682.9790



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## 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:

Delta Theta House Corporation of Kappa Alpha Theta Fraternity, Inc.

SECOND: The document number of the corporation (if known): 703210

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 \_\_\_\_\_.

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

FOURTH Effective date of dissolution, if applicable: upon filing  
(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: Elizabeth S. Corridan

(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)

Elizabeth S. Corridan

(Typed or printed name of person signing)

Secretary

(Title of person signing)

Filing Fee: \$35

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**CERTIFICATE OF COMPLIANCE  
OF  
DELTA THETA HOUSE CORPORATION OF  
KAPPA ALPHA THETA FRATERNITY, INC.**


Pursuant to the provisions of Section 617.1406 of the Florida Statutes, the undersigned, being the Secretary of Delta Theta House Corporation of Kappa Alpha Theta Fraternity, Inc., a not for profit corporation organized under the laws of the State of Florida (the "Corporation"), hereby certifies as of the date hereof as follows:

1. I am the duly elected, qualified and acting Secretary of the Corporation. As such officer, I have charge and custody of and am familiar with the corporate records of the Corporation.

2. Attached hereto as Exhibit A is a true, correct and authentic copy of the Plan of Dissolution and Distribution of Assets (the "Plan") of the Corporation as adopted in a manner consistent with: (a) Section 617.1406(1) of the Florida Statutes, by the sole voting member of the Corporation, after the adoption of a resolution by the Board of Directors of the Corporation recommending the Plan and directing that the Plan be submitted to a vote of the sole voting member of the Corporation; (b) the applicable provisions of the Internal Revenue Code of 1986, as amended, and the Regulations promulgated by the United States Treasury thereunder; and (c) the governing documents of the Corporation. The Plan is in full force and effect, is the same as appears in the records of the Corporation and has not been amended, rescinded or modified in any way.

3. Delivery of an executed signature page to this Certificate of Compliance by facsimile or other electronic transmission (including in Adobe PDF format) will be effective as delivery of a manually-executed signature page to this Certificate of Compliance.

**IN WITNESS WHEREOF**, the undersigned has executed this Certificate of Compliance to be effective upon filing.

  
Elizabeth S. Corridan, Secretary of Delta Theta House  
Corporation of Kappa Alpha Theta Fraternity, Inc.

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**EXHIBIT A**

Plan of Dissolution and Distribution of Assets of  
Delta Theta House Corporation of Kappa Alpha Theta Fraternity, Inc.

(attached hereto)

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**PLAN OF DISSOLUTION AND DISTRIBUTION OF ASSETS OF  
DELTA THETA HOUSE CORPORATION OF  
KAPPA ALPHA THETA FRATERNITY, INC.**

Pursuant to the applicable provisions of the Florida Not For Profit Corporation Act, Delta Theta House Corporation of Kappa Alpha Theta Fraternity, Inc., a not for profit corporation organized and existing under the laws of the State of Florida (the "Corporation"), shall effect the dissolution of the Corporation (the "Dissolution"), and the distribution of the property and assets of the Corporation, in a manner consistent with the applicable provisions of the Florida Not For Profit Corporation Act, the applicable provisions of the Internal Revenue Code of 1986, as amended, and the Regulations promulgated by the United States Department of Treasury thereunder, the Corporation's governing documents, and the Constitution and the Bylaws of Kappa Alpha Theta Fraternity, Inc., an Indiana nonprofit corporation as to which the Corporation is an affiliated and subordinate unit ("Kappa Alpha Theta Fraternity"), whereby:

(1) after the Dissolution and this related Plan of Dissolution and Distribution of Assets are approved by Kappa Alpha Theta Fraternity Housing Corporation, an Indiana nonprofit corporation ("KAΘ Fraternity Housing Corporation"), in KAΘ Fraternity Housing Corporation's capacity as the sole voting member of the Corporation, the Corporation shall cease to conduct the Corporation's affairs except insofar as may be necessary for the winding up of the Corporation and the liquidation of the Corporation's affairs, and, in connection therewith, the taking of such actions as may be required under applicable federal, state and local laws, rules and regulations; and

(2) after the Dissolution and this related Plan of Dissolution and Distribution of Assets are approved by KAΘ Fraternity Housing Corporation, in KAΘ Fraternity Housing Corporation's capacity as the sole voting member of the Corporation, in accordance with the applicable provisions of the Florida Not For Profit Corporation Act and the Corporation's governing documents, any one or more of the directors and/or any one or more of the officers of the Corporation shall be authorized, empowered and directed to prepare, execute and file (or cause to be prepared, executed and filed), at such time as such director(s) and/or such officer(s) of the Corporation may deem appropriate or advisable, upon the advice of counsel to the Corporation, such documents as may be required to evidence the Dissolution with the appropriate governmental or regulatory authorities in the State of Florida (including, without limitation, causing articles of dissolution, and any other documents required to accompany such articles of

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dissolution, to be prepared, executed and filed with the Florida Department of State); and

(3) after the Dissolution and this related Plan of Dissolution and Distribution of Assets are approved by KAΘ Fraternity Housing Corporation, in KAΘ Fraternity Housing Corporation's capacity as the sole voting member of the Corporation, in accordance with the applicable provisions of the Florida Not For Profit Corporation Act, and, to the extent not inconsistent with the foregoing, the Corporation's governing documents, and the Constitution and the Bylaws of Kappa Alpha Theta Fraternity, any one or more of the directors and/or any one or more of the officers of the Corporation shall be authorized, empowered and directed to proceed to collect (or cause the collection of) the property and assets of the Corporation (including real property owned by the Corporation) and apply and distribute them in accordance with this Plan of Dissolution and Distribution of Assets, in each case at such time as such director(s) and/or such officer(s) of the Corporation may deem advisable or appropriate, upon the advice of counsel to the Corporation, and

(4) after the Dissolution and this related Plan of Dissolution and Distribution of Assets are approved by KAΘ Fraternity Housing Corporation, in KAΘ Fraternity Housing Corporation's capacity as the sole voting member of the Corporation, in accordance with the applicable provisions of the Florida Not For Profit Corporation Act, and, to the extent not inconsistent with the foregoing, the Corporation's governing documents, and the Constitution and the Bylaws of Kappa Alpha Theta Fraternity, any one or more of the directors and/or any one or more of the officers of the Corporation shall be authorized, empowered and directed to pay, satisfy and discharge (or cause to be paid, satisfied and discharged) all debts, liabilities and obligations of the Corporation to be paid, satisfied and discharged, or cause adequate provision to be made therefor, including as contemplated by numbered paragraph (5) below, and any remaining property and assets of the Corporation (including real property owned by the Corporation), in accordance with the applicable provisions of the Florida Not For Profit Corporation Act, and, to the extent not inconsistent with the foregoing, the Corporation's governing documents, and the Constitution and the Bylaws of Kappa Alpha Theta Fraternity, shall be turned over and paid to KAΘ Fraternity Housing Corporation which was formed to function

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exclusively as a nonprofit organization described in Section 501(c)(7) of the Internal Revenue Code of 1986, as amended, at such time as such director(s) and/or such officer(s) of the Corporation may deem advisable or appropriate, upon the advice of counsel to the Corporation; and

(5) after the Dissolution and this related Plan of Dissolution and Distribution of Assets are approved by KAΘ Fraternity Housing Corporation, in KAΘ Fraternity Housing Corporation's capacity as the sole voting member of the Corporation, except as otherwise required under applicable federal, state and local laws, rules and regulations, the outstanding debts, liabilities, obligations and responsibilities of the Corporation, if any, which have not been paid, satisfied and discharged as contemplated by numbered paragraph (4) above, shall be assumed by KAΘ Fraternity Housing Corporation, in each case at such time as any one or more of the directors or any one or more of the officers of the Corporation may deem advisable or appropriate, upon the advice of counsel to the Corporation; and

(6) after the Dissolution and this related Plan of Dissolution and Distribution of Assets are approved by KAΘ Fraternity Housing Corporation, in KAΘ Fraternity Housing Corporation's capacity as the sole voting member of the Corporation, the Dissolution and the distribution of the property and assets of the Corporation (including real property owned by the Corporation) shall proceed in accordance with the terms of this Plan of Dissolution and Distribution of Assets, the applicable provisions of the Florida Not For Profit Corporation Act, any other applicable federal, state and local laws, rules and regulations and, to the extent not inconsistent with the foregoing, the Corporation's governing documents, and the Constitution and the Bylaws of the Fraternity, in each case at such time as any one or more of the directors or any one or more of the officers of the Corporation may deem advisable or appropriate, upon the advice of counsel to the Corporation.

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