

711394

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H230002633183)))



H230002633183ABC

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page.
Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850)617-6380

From:

Account Name : JOHNSON, POPE, BOKOR, RUPPEL & BURNS, LLP.
Account Number : 076666002140
Phone : (727)461-1818
Fax Number : (727)441-8617

DISSOLUTION OR WITHDRAWAL
GULFPORT PRESBYTERIAN CHURCH, GULFPORT, FLORIDA, INC

Certificate of Status	0
Certified Copy	0
Page Count	01
Estimated Charge	\$35.00

2023 JUL 28 PM 4:35

Electronic Filing Menu

Corporate Filing Menu

Help



July 28, 2023

FLORIDA DEPARTMENT OF STATE

Division of Corporations

GULFPORT PRESBYTERIAN CHURCH, GULFPORT, FLORIDA, INC.
5313 27 AVENUE SOUTH
GULFPORT, FL 33707

SUBJECT: GULFPORT PRESBYTERIAN CHURCH, GULFPORT, FLORIDA, INC.
REF: 711394

We have received your electronically transmitted document. However, the document was submitted under the wrong electronic filing type and cannot be processed by this office.

To proceed, you must abandon this filing and resubmit your filing under the appropriate electronic filing type.

If you have any further questions concerning your document, please call (850) 245-6051.

KYLE D BRUMBLEY

FAX Aud. #: B23000262467

Regulatory Specialist II Supervisor
Registration Section

Letter Number: 723A00017008

**ARTICLES OF DISSOLUTION
FOR
GULFPORT PRESBYTERIAN CHURCH, GULFPORT, FLORIDA, INC.**

Pursuant to section 617.1403, Florida Statutes, **GULFPORT PRESBYTERIAN CHURCH, GULFPORT, FLORIDA, INC.**, a Florida not for profit corporation, submits the following Articles of Dissolution:

- 1) Name of Corporation: **GULFPORT PRESBYTERIAN CHURCH, GULFPORT, FLORIDA, INC.**
- 2) Document Number. 711394
- 3) Effective Date of Dissolution. June 30, 2023.
- 4) Plan of Dissolution and Complete Liquidation. The Corporation's Plan of Dissolution and Complete Liquidation is attached hereto as Exhibit A.
- 5) Adoption of Dissolution. Dissolution of the Corporation was approved unanimously by all of the members of the Board of Directors of the Corporation in accordance with Section 617.0701, Florida Statutes and the Constitution of the Presbyterian Church (U.S.A.). The Corporation does not have any members. The number of votes cast for dissolution by the remaining members of the Corporation's Board of Directors), being unanimous, was sufficient for approval.

**GULFPORT PRESBYTERIAN
CHURCH, GULFPORT, FLORIDA,
INC.**

By: _____

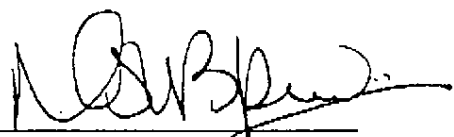

Nicole Spence, Treasurer

EXHIBIT A

PLAN OF DISSOLUTION AND COMPLETE LIQUIDATION OF GULFPORT PRESBYTERIAN CHURCH, GULFPORT, FLORIDA, INC

This Plan of Dissolution and Complete Liquidation (the "Plan") is intended to effect the complete voluntary liquidation and dissolution of **GULFPORT PRESBYTERIAN CHURCH, GULFPORT, FLORIDA, INC.**, a Florida non-profit corporation (the "Corporation"), in accordance with Section 617.1402 of the Florida Not For Profit Corporation Act in the manner set forth below:

BACKGROUND

The Corporation was organized as a Florida not-for-profit corporation for the purposes of serving as the corporate body for the Presbyterian congregation known as Gulfport Presbyterian Church (the "Congregation"). The Congregation is affiliated with The Presbyterian Church (U.S.A.) (the "Denomination") and the Presbytery of Tampa Bay, Inc. (the "Presbytery"). In accordance with the Constitution of the Presbyterian Church (U.S.A.), the Presbytery has dissolved the Congregation. The Presbytery has appointed an Administrative Commission (the "Administrative Commission") to serve with the remaining members of the Corporation's Board of Directors (the "Board of Directors") to administer the dissolution of the Corporation and the liquidation of its assets.

Rule G-4.0205 of the Book of Order of the Denomination provides as follows:

Whenever a congregation is formally dissolved by the presbytery, or has become extinct by reason of the dispersal of its members, the abandonment of its work, or other cause, such property as it may have shall be held, used, and applied for such uses, purposes, and trusts as the presbytery may direct, limit, and appoint, or such property may be sold or disposed of as the presbytery may direct, in conformity with the Constitution of the Presbyterian Church (U.S.A.).

The Presbytery having dissolved the Congregation, the Administrative Commission (including the remaining members of the Corporation's Board of Directors) has adapted the following Plan.

PLAN OF DISSOLUTION AND COMPLETE LIQUIDATION

1. Effective Date. This Plan, which is approved by the Administrative Commission (including the remaining members of the Corporation's Board of Directors), shall be effective on June 30, 2023 (the "Effective Date").
2. Cessation of Business, Except for Winding Up and Liquidation. From and after the Effective Date, the Corporation shall cease all its business activities, except as are necessary for the winding up of the Corporation's business and affairs and the distribution of its remaining assets to the 501(c)(3) organization specified in Section 3.

3. Distributions to Presbytery of Tampa Bay, Inc. All of the assets of the Corporation remaining after providing for all of the just debts of the Corporation shall be distributed to the PRESBYTERY OF TAMPA BAY, INC., a Florida not-for-profit corporation in one or a series of distributions, at any time or from time to time, in cash or in kind, in any manner that the Administrative Commission, in its discretion, may determine. The Corporation hereby assigns to the Presbytery all of any rights the Corporation has or may in the future have with respect to any beneficial interests it may have under the terms of any trust or will, including to right to enforce such gifts in accordance with Florida law.

4. Timing. It is intended that the implementation of this Plan be completed as expeditiously as practicable.

5. Authority of Officers and Directors. The Administrative Commission is hereby authorized to do and perform or cause its officers and the officers of the Corporation to do and perform, any and all acts, and to make, execute, deliver or adopt any and all agreements, resolutions, conveyances, certificates and other documents of every kind which are deemed necessary, appropriate or desirable, in the absolute discretion of the Administrative Commission, to implement this Plan and the transactions contemplated hereby, including, without limiting the foregoing, all filings or acts required by any state or federal law or regulation to wind up the Corporation's affairs.