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Plan of Dist.  
Of Assets

NOV 18 2016

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**CLARK, CAMPBELL,  
LANCASTER & MUNSON, P.A.**  
— ATTORNEYS AT LAW —

**TIMOTHY F. CAMPBELL**

Board Certified Real Estate Attorney  
Board Certified City, County & Local Government Attorney

[tcampbell@cclmlaw.com](mailto:tcampbell@cclmlaw.com)

Kevin R. Albaum  
Timothy F. Campbell <sup>1,3</sup>  
Ronald L. Clark <sup>1</sup>  
Joseph A. Geary  
Kyle H. Jensen  
John J. Lancaster, LL.M. <sup>2</sup>  
Richard A. Lopez  
Ashley McPhail  
Peter J. Munson  
Daniel S. Rich  
Anthony A. Velardi  
Michael E. Workman <sup>1</sup>

**BOARD CERTIFICATIONS:**

1. Real Estate 2. Tax Law  
3. City, County & Local Government

November 14, 2016

Department of State  
Division of Corporations  
Attn: Amendment Section  
P.O. Box 6327  
Tallahassee, FL 32314

**RE: NEWSPAPER WITH A HEART FUND, INC.  
Document Number: 715668**

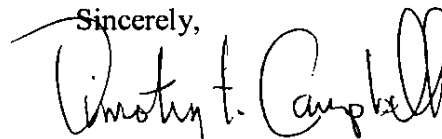
Dear Sir or Madam:

My law firm represents NEWSPAPER WITH A HEART FUND, INC., a Florida not-for-profit corporation (the "Company"). Enclosed is a copy of the Company's Plan of Distribution of Assets. Please send any correspondence to the following address:

Clark, Campbell, Lancaster & Munson, P.A.  
Attn: Timothy F. Campbell  
500 South Florida Avenue, Suite 800  
Lakeland, Florida 33801

Additionally, enclosed please find Check #48586 for \$35.00, which according to the telephone communication I had with a representative at your office, will be sufficient to pay for any and all costs associated with filing the Company's Plan of Distribution of Assets.

Sincerely,



Timothy F. Campbell

Enclosures (as noted)

FILED  
2016 NOV 18 PM 4:00  
SECRET  
FALL HARBOR, FL

**NEWSPAPER WITH A HEART FUND, INC.**  
**A FLORIDA NOT-FOR-PROFIT CORPORATION**  
**PLAN OF DISTRIBUTION OF ASSETS**

This Plan of Distribution of Assets is made and entered into by NEWSPAPER WITH A HEART FUND, INC., a Florida not-for-profit corporation (the "Corporation"), to be effective as of October 31, 2016.

WHEREAS, it was determined by the Board of Trustees of the Corporation that it would be in the best interest of the Corporation to dissolve as a Florida not-for-profit corporation in accordance with the laws of Florida; and

NOW THEREFORE, in connection with such dissolution and in accordance with the requirements of Section 617.1406, Florida Statutes, the Corporation desires to enter into this Plan of Distribution of Assets.

1. Upon dissolution, the distribution of assets shall occur in the following sequence:

(a) All of the liabilities and expenses of the Corporation shall be paid;

(b) All assets held by the Corporation upon condition requiring return, transfer, or conveyance by reason of the dissolution shall be returned, transferred, or conveyed in accordance with such requirements; and

(c) The following shall be assigned and distributed to UNITED WAY OF CENTRAL FLORIDA, INC., a Florida not-for-profit corporation ("United Way"). United Way is an organization exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code. United Way has agreed to utilize the following for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, and in a manner consistent with the Corporation's purposes and objectives:

(i) All remaining properties, assets, and income of the Corporation;

(ii) All amounts designated generally for the benefit of the Corporation or specifically for a particular program or project of the Corporation;

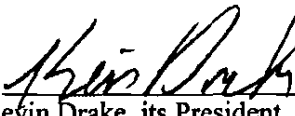
(iii) All amounts received by the Corporation after the dissolution of the Corporation, including, but not necessarily limited to, any monetary awards from any pending litigation, less litigation expenses, which shall be transferred to United Way within fifteen (15) business days of receipt of such monetary awards by Corporation; and

(iv) Any and all other monies or assets now or hereafter owned or controlled by the dissolved Corporation through its final wind up and liquidation.

2. The officer signing below hereby certifies the Corporation's compliance with Section 617.1402(2), Florida Statutes, which requires the dissolution of the Corporation to be authorized at a meeting of the Board of Trustees, where the Corporation does not have members, by a majority vote of the trustees then in office.

By signing below, such officer hereby authenticates this Plan of Distribution of Assets and the approval of the same by a majority vote of the Board of Trustees.

**NEWSPAPER WITH A HEART FUND, INC.**  
a Florida not-for-profit corporation

By:   
Kevin Drake, its President