

715 889

Division of Corporations

Florida Department of State  
Division of Corporations  
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To:  
Division of Corporations  
Fax Number : (850)617-6380

From:  
Account Name : DEAN, MEAD, EGERTON, BLOODWORTH, CAPOUANO & BOZAR, P.A.  
Account Number : 076077001702  
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Fax Number : (407)423-1831

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DISSOLUTION OR WITHDRAWAL  
FLORIDA LIVING NURSING CENTER, INC.

Certificate of Status	0
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Page Count	04
Estimated Charge	\$35.00

2023 DEC 14 PM 4:14

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ARTICLES OF DISSOLUTION  
OF  
FLORIDA LIVING NURSING CENTER, INC.

Pursuant to Section 617.1403 of the Florida Statutes, the undersigned Florida not for profit corporation hereby submits the following Articles of Dissolution:

ARTICLE I - NAME OF CORPORATION AND DOCUMENT NUMBER

The name of the corporation is Florida Living Nursing Center, Inc. (the "Corporation"), Florida document number 715889.

ARTICLE II - ADOPTION OF RESOLUTION TO DISSOLVE

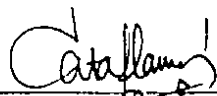
The date of the meeting of the members at which the resolution to dissolve was adopted was December 10, 2023. The number of votes cast by the members was sufficient for approval.

ARTICLE III - EFFECTIVE DATE OF DISSOLUTION

The Corporation shall be dissolved effective upon the filing of these Articles of Dissolution.

Dated this 13 day of December, 2023.

Florida Living Nursing Center, Inc.

By:   
Allan Machado, President

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TALLAHASSEE, FL  
STATE OF FLORIDA

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**Notice of Corporate Dissolution**

*This notice is submitted by the dissolved corporation named below for resolution of payment of unknown claims against this corporation as provided in s. 617.1407, F.S.*

*This "Notice of Corporate Dissolution" is optional and is not required when filing a voluntary dissolution.*

Name of Corporation: Florida Living Nursing Center, Inc.

*Date of dissolution will be the date the dissolution is filed with the Department of State or as specified in the Articles of Dissolution.*

*Description of information that must be included in a claim:*

Name of Claimant: \_\_\_\_\_

Address of Claimant: \_\_\_\_\_

Amount of Claim: \_\_\_\_\_

Basis of Claim: \_\_\_\_\_

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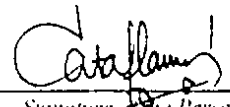
*Mailing address where claims can be sent: (Claims cannot be sent to the Division of Corporations)*

351 S. State Road 434

Altamonte Springs, FL 32714

*A claim against the above named corporation will be barred unless a proceeding to enforce the claim is commenced within 4 years after the filing of this notice.*

Allan Machado  
\_\_\_\_\_  
*Printed Name of the Person Filing*

  
\_\_\_\_\_  
*Signature of the Person Filing*

**Fee: No charge if included with Articles of Dissolution. If filed separately \$35.00**

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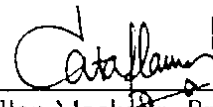
OFFICER'S CERTIFICATE OF COMPLIANCE  
OF  
FLORIDA LIVING NURSING CENTER, INC.

Pursuant to Section 617.1406(4) of the Florida Statutes, the undersigned President of Florida Living Nursing Center, Inc., a Florida not for profit corporation (hereinafter referred to as the "**Corporation**"), hereby certifies as follows:

1. The Plan of Distribution of Assets (the "**Plan**") of the Corporation, attached hereto as **Exhibit A**, was adopted by the Board of Trustees of the Corporation, recommending the Plan and directing its submission to a vote by the members of the Corporation entitled to vote thereon.

2. The Plan was adopted by the members of the Corporation entitled to vote and the number of votes cast by the members was sufficient for approval.

FLORIDA LIVING NURSING CENTER,  
INC.

By:   
Allan Machado, President

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TALLAHASSEE, FL

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**Exhibit A**

**PLAN OF DISTRIBUTION OF ASSETS  
OF  
FLORIDA LIVING NURSING CENTER, INC.**

1. As soon as possible following the adoption of a resolution to dissolve, Florida Living Nursing Center, Inc. (the "**Corporation**"), by the affirmative vote of a majority of the members of the Corporation, in accordance with this Plan of Distribution of Assets (the "**Plan**") will cease the active conduct of its business, will wind up its affairs, will pay or provide for payment of all known liabilities and obligations of the Corporation, and will liquidate and distribute all of its assets in complete liquidation, less any assets retained to meet claims of creditors.

2. No assets are held by the Corporation upon condition requiring return, transfer, or conveyance, which condition occurs by reason of the dissolution of the Corporation.

3. All assets of the Corporation are subject to limitations permitting their use only for charitable, religious, or similar purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code. In accordance with Article VIII of the Articles of Incorporation of the Corporation (as amended), all assets of the Corporation shall be transferred or conveyed to FLORIDA CONFERENCE ASSOCIATION OF SEVENTH-DAY ADVENTISTS (the "Florida Conference Association"), a Florida not for profit corporation which is a Section 501(c)(3) charitable organization classified as a church.

4. The directors, and such officers as are authorized by the directors, of the Corporation are authorized, empowered and directed to execute and file all documents which they deem necessary or advisable to carry out the purposes and intentions of this Plan, including Articles of Dissolution under the laws of the State of Florida, and the information required by the applicable Treasury Regulations promulgated pursuant to the Internal Revenue Code.

5. The directors, and such officers as are authorized by the directors, of the Corporation are authorized, empowered and directed to do any and all other things necessary in its name and on its behalf which they may deem necessary or advisable in order to carry out the purposes and intentions of this Plan. They shall be held harmless by the Corporation for any action under this Plan taken in good faith, and any expense or liability so incurred by them shall be that of the Corporation.

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