

719158

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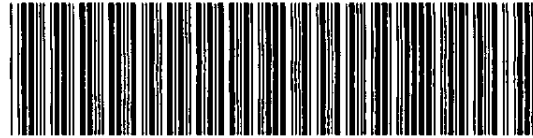
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2/27/13



DENISE A. LYN
ATTORNEYS AND COUNSELORS AT LAW

February 20, 2013

Registration Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

RE: INVERNESS HIGHLANDS SOUTH & WEST CIVIC ASSOCIATION, INC.
Document Number 719158

Dear Sir/Madam:

Enclosed please find the original and one (1) copy of the Articles of Dissolution for INVERNESS HIGHLANDS SOUTH & WEST CIVIC ASSOCIATION, INC. Also enclosed please find a check in the amount of \$35.00.

Please return a copy of the Articles of Dissolution to my office. Thank you for your attention to this matter.

Sincerely,

Denise A. Dymond Lyn

DADL:sjd
Enclosures

ARTICLES OF DISSOLUTION
OF
THE INVERNESS HIGHLANDS SOUTH AND WEST CIVIC ASSOCIATION, INC.

FILED
13 FEB 22 PM 1:53
CLERK OF CIRCUIT COURT
INVERNESS COUNTY, FLORIDA

THE INVERNESS HIGHLANDS SOUTH AND WEST CIVIC ASSOCIATION, INC.

a Florida not for Profit Corporation, executes the following Articles of Dissolution pursuant to Section 617.1403 of the Florida Business Corporation Act:

- FIRST: The name of the Corporation is THE INVERNESS HIGHLANDS SOUTH AND WEST CIVIC ASSOCIATION, INC., (the "Corporation").
- SECOND: The Corporation's Articles of Incorporation were filed on August 18, 1970 and received corporate charter number 719158.
- THIRD: The membership of the Corporation has consented to the dissolution of the Corporation by vote of the members at a duly called meeting of the members on October 9, 2012.
- FOURTH: The Corporation does not have any unpaid debts.
- FIFTH: The Corporation's net assets remaining after winding up the Corporation's affairs have been distributed to one of more corporations, groups, or other legal entities, organized and operated on a not for profit basis for the purpose of bringing about civic betterments and social improvements and promoting the common good and welfare of the people of the community and which themselves are exempt as organizations described in Section 501(c) of the Internal Revenue Code.

EXECUTED this 15th day of February, 2013.

THE INVERNESS HIGHLANDS SOUTH AND
WEST CIVIC ASSOCIATION, INC.

By: George Cloward
GEORGE CLOWARD, President

CERTIFIED RESOLUTION

I HEREBY CERTIFY that the following is a true and correct copy of the Resolution duly adopted at a meeting of the membership of THE INVERNESS HIGHLANDS SOUTH AND WEST CIVIC ASSOCIATION, INC., held on the 9th day of October, 2012:

RESOLVED, that the following plan of complete liquidation, dissolution and termination of existence of the Corporation be carried out:

This plan of dissolution, complete liquidation and termination of existence of the Corporation, hereinafter called "the Plan" shall be effective as of the date of adoption and approval of the plan at a meeting of the members of the Corporation and an affirmative vote of the members of the Corporation and shall take place and be completed as soon as expeditiously possible taking into account sound business judgment. The day of such adoption and approval by the members shall hereinafter be called the "Effective Date."

1. Cessation of Business - After the Effective Date, the Corporation shall not engage in any business activities except for the purposes of preserving the values of its assets, adjusting and winding up its business and affairs, and distributing its assets in accordance with the Plan. The directors now in office and, at their pleasure, the officers, shall continue in office solely for these purposes.

2. Payment of Debts - All known or ascertainable liabilities of the Corporation shall be promptly paid and provided for. There shall also be set aside, in cash, securities, or other assets, a reserve fund in an amount estimated by the directors to be necessary for the payment of estimated expenses, taxes, and contingent liabilities (including expenses of dissolution, liquidation, and termination of existence and distribution of assets.)

3. Liquidation of Assets - Any assets remaining, after the payment of liabilities and setting aside of reserves pursuant to paragraph 2 above, shall be distributed to one or more corporations, groups, or other legal entities, organized and operated on a not for profit basis for the purpose of bringing about civic betterments and social improvements and promoting the common good and welfare of the people of the community and which themselves are exempt as organizations described in Section 501(c) of the Internal Revenue Code

4. Power of Officers and Board of Directors - The officers of the Corporation shall have authority to do or authorize any and all acts and things as provided for in the Plan and any and all such further action and things as they may consider desirable to carry out the purposes of the Plan, including the execution and filing of all such certificates, documents, information returns, tax returns and other

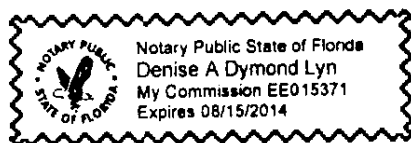
papers which may be necessary or appropriate to implement the Plan. The Board of Directors shall have authority to execute such variations or amendments of the Plan to effectuate the complete liquidation, termination of existence of the Corporation, and the distribution of its assets to its shareholders in accordance with the laws of the State of Florida. The death, resignation, or other disability of any director or officer of the Corporation shall not impair the authority of the surviving or remaining director(s) or officer(s) to exercise any of the powers provided for in the Plan. Upon such death, resignation, or other disability, the surviving or remaining director(s), or, if there be none, the surviving or remaining officer(s), shall have authority to fill the vacancy or vacancies so created, but the failure to fill such vacancy or vacancies shall not impair the authority of the surviving or remaining director(s) or officer(s) to exercise any of the powers provided for in the Plan.

5. Dissolution - As promptly as practicable after the Effective Date of the Plan, the Corporation shall be dissolved in accordance with the laws of the State of Florida.

DATED this 15th day of February, 2013.


PATRICIA L. CLOWARD, Secretary

SWORN TO and SUBSCRIBED before me this 15th day of February, 2013, by PATRICIA L. CLOWARD, as Secretary of THE INVERNESS HIGHLANDS SOUTH AND WEST CIVIC ASSOCIATION, INC., who ☐ has produced _____ as identification or ☒ is personally known to me.




DENISE A. DYMOND LYN