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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JAN 20 PM 3:50

January 16, 1998

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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-01/20/98--01122--001
*****87.50 *****87.50

Dear Sir or Madam:

I enclose the following documents pertaining to
Jacksonville Clergy Consultation Service, Inc., a not-for-profit
corporation of the State of Florida:

Articles of Dissolution,
Plan of Distribution of Assets,
Check No. 15366 in the amount of \$87.50.

Please see that these are filed and send me a certified copy
of the dissolution at the address given below. Thank you for your
assistance.

Sincerely,



Sandra L. Martin
Secretary
One Independent Drive, Suite 2902
Jacksonville, FL 32202
(904) 355-5467

slm
Enclosures 3

Diss.
01-21-98
cc

ARTICLES OF DISSOLUTION

Pursuant to section 617.1403, Florida Statutes, this corporation submits the following Articles of Dissolution:

FIRST: The name of the corporation is JACKSONVILLE CLERGY CONSULTATION SERVICE, INC.

SECOND: Adoption of dissolution *(Complete Section I or II)*

SECTION I

If the corporation has members entitled to vote:

The date of the meeting of members at which the resolution to dissolve was adopted was _____.

(CHECK ONE)

- ☐ The number of votes cast for dissolution was sufficient for approval.
- ☐ The resolution was adopted by written consent and executed in accordance with 617.0701, Florida Statutes.

SECTION II

If the corporation has no members or members with voting rights:

The corporation has no members or members with voting rights.

The date of adoption of the resolution by the board of

directors was September 3, 1997.

The number of directors in office was 10 and the vote for the resolution was 6 for and 0 against, 1 abstention.

Signed this 12 day of January, 1998.

Signature

Sandra L. Martin

(By the Chairman or Vice Chairman of the Board,
President or other officer)

SANDRA L. MARTIN

Typed or printed name

Secretary

Title

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PLAN OF DISTRIBUTION OF ASSETS
OF
JACKSONVILLE CLERGY CONSULTATION SERVICE, INC.,
a not-for-profit corporation

Pursuant to this plan of liquidation and in accordance with Florida Statutes and the By-Laws of Jacksonville Clergy Consultation Service, Inc., this plan of liquidation provides for distribution of assets as follows:

- a) The corporation plans to sell all assets of the corporation to All Women's Health Center of Jacksonville, Inc.;
- b) The corporation plans to pay all labor costs;
- c) The corporation plans to satisfy all other debts, liabilities and obligations of the corporation from the proceeds of the sale of assets under an Asset Purchase Agreement with All Women's Health Center of Jacksonville, Inc.;
- d) There are no assets of the corporation held upon condition requiring return, transfer, or conveyance.
- e) Any assets remaining after payment of all obligations owed by the corporation shall be donated to a non-profit organization whose purposes and programs are consistent with the purposes and programs of this corporation.

There are no members of the corporation.

The board of directors voted on this plan of distribution November 20, 1997. Of the nine board members then in office, eight voted to accept this plan.

DATED this 21st day of November, 1997.


By Sandra L. Martin
As Secretary