

724449

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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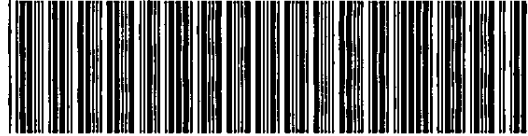
(Business Entity Name)

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DIVISION OF CORPORATIONS
15 NOV -2 PM 1:12

NOV - 4 2015

C LEWIS

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: OKALOOSA-WALTON CHILD CARE SERVICES, INC.

DOCUMENT NUMBER: 724449

The enclosed **Articles of Dissolution** and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

C. JEFFREY MCINNIS, ESQ.

(Name of Contact Person)

ANCHORS SMITH GRIMSLEY

(Firm/Company)

909 MAR WALT DR., STE. 1014

(Address)

FT. WALTON BEACH, FL 32547

(City/State and Zip Code)

For further information concerning this matter, please call:

C. JEFFREY MCINNIS, ESQ.

(Name of Contact Person)

at (850)

(Area Code)

863-4064

(Daytime Telephone Number)

Enclosed is a check for the following amount:

- | | | | |
|--|---|---|---|
| <input type="checkbox"/> \$35 Filing Fee | <input checked="" type="checkbox"/> \$43.75 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed) | <input type="checkbox"/> \$52.50 Filing Fee,
Certificate of Status &
Certified Copy
(Additional copy is
enclosed) |
|--|---|---|---|

MAILING ADDRESS:

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

STREET ADDRESS:

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

STATE OF FLORIDA)
COUNTY OF OKALOOSA)

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DIVISION OF CORPORATIONS

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ARTICLES OF DISSOLUTION

724449

CORPORATION: OKALOOSA-WALTON CHILD CARE SERVICES, INC., a
Florida Not For Profit Corporation (the "Corporation").

DATE: Effective: October 31, 2015.

1. There are no members of the Corporation or members entitled to vote on the dissolution.

2. The name and respective address of the officers and directors of the Corporation are:

Director and Terri Fedonczak
Chairperson: 362 Jasmine Ave.
Valparaiso, FL 32580

Director and Angela Woodward
Secr./Treasurer: 128 John Sims Pkwy.
Valparaiso, FL 32580

Director and William Robinson
Vice-Chairperson: 672 Merioneth Drive
Ft. Walton Beach, FL 32547

Director: Cindy Corsentino
139 Beal Parkway Suite 101
Ft. Walton Bch., FL 32547

Director: Dennis Dwyer
Bay Area Awards, Inc.
Attn: Dennis Dwyer
102 Bailey Drive
Niceville, FL 32578

Director: Shirley Sims
1974 Crosslake Cove, Unit C
Ft. Walton Bch., FL 32547

Director: William Head
2050 Kildare Circle
Niceville, FL 32578

3. All debts, liabilities and other obligations of the Corporation have been paid or
discharged or adequate provision has been made therefore.

4. After applying the property and assets of the Corporation to the payment of its debts,
liabilities and other obligations, the remaining property and assets of the Corporation have been
distributed to 501(c)(3) qualified Not For Profit Corporation(s).

5. There are no actions pending against the Corporation in any Court.

6. The Resolution to Dissolve the Corporation, which had 7 directors in office on the date of adoption of the Resolution, was adopted by a vote of five in the affirmative (two directors were absent) on March 5, 2015, and is attached hereto as Exhibit "A."

ATTEST:

OKALOOSA-WALTON CHILD
CARE SERVICES, INC.,
a Florida Not For Profit Corporation

By: Angela Woodward
Angela Woodward
Corporate Secretary

By: Terri W. Fedonczak
Terri W. Fedonczak
Chairperson of the Board of Directors

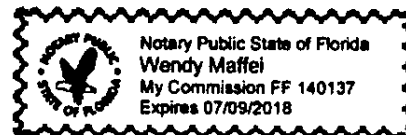
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SECRETARY OF STATE
DIVISION OF CORPORATIONS

STATE OF FLORIDA
COUNTY OF OKALOOSA

Before me personally appeared Terri W. Fedonczak, in her capacity as the Chairperson of the Board of Directors of the Corporation, and she acknowledged before me that such person executed the foregoing Articles of Dissolution.

IN WITNESS WHEREOF, I have hereunto set my hand and seal on this 24 day of June, 2015.

Wendy Maffei
Notary Public
My Commission Expires:



RESOLUTION TO DISSOLVE

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

15 NOV -2 PM 1:13

CORPORATION: OKALOOSA-WALTON CHILD CARE SERVICES, INC., a
Florida Not For Profit Corporation (the "Corporation").

DATE: Effective: March 5, 2015.

The Board of Directors of the Corporation, which has 7 directors in office on the date of adoption of this resolution, by a vote of five in the affirmative (two directors were absent), does hereby consent and approve the following resolutions, all effective as of the date set forth above:

RESOLVED, the Corporation has no members and that the Corporation shall be liquidated and dissolved in accordance with a plan of complete liquidation and distribution (herein called the "Plan of Distribution"), which aforementioned Plan of Distribution shall be finalized and approved in all events by May 31, 2015, and complete liquidation completed by October 31, 2015;

RESOLVED, that the Corporation has no members and that in the judgment of the Board of Directors of the Corporation, it is deemed advisable and for the benefit of the Corporation that it should be dissolved;

RESOLVED, that a Plan of Distribution be formulated to effect such liquidation and dissolution in accordance with the following resolutions;

RESOLVED, that the proper officers of the Corporation be, and they hereby are, authorized to sell or otherwise liquidate any or all of the tangible assets of the Corporation, which in their judgment should be so sold or liquidated to facilitate the liquidation of the Corporation;

RESOLVED, that the proper officers of the Corporation be, and they hereby are, authorized and directed to file Articles of Dissolution signed by the Chairperson of the Board of Directors of the Corporation with the Secretary of State of the State of Florida;

RESOLVED, that, after providing for all the proper debts of the Corporation, the remaining assets of the Corporation, including, but not limited to, cash and furniture and fixtures, be distributed to the recipient Not For Profit Corporation(s) designated in the Plan of Distribution;

RESOLVED, that the actions provided for in the foregoing resolutions providing for the complete liquidation of the corporation and the distribution of all its assets be commenced immediately, and that its subsequent dissolution and the distribution of all its assets be completed as soon as practicable, but in no event later than October 31, 2015; and

RESOLVED, that the proper officers of the Corporation be, and they hereby are, authorized and directed to pay all such fees and taxes and to do or cause to be done such further acts and things

EXHIBIT

A

as they may deem necessary or proper in order to carry out the liquidation and dissolution of the Corporation and to fully effectuate the purposes of the foregoing resolutions.

ATTEST:

OKALOOSA-WALTON CHILD
CARE SERVICES, INC.,
a Florida Not For Profit Corporation

By: Angela Woodward
Angela Woodward
Corporate Secretary

By: Terri W. Fedonczak
Terri W. Fedonczak
Chairperson of the Board of Directors

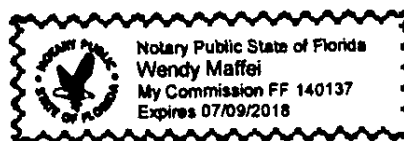
STATE OF FLORIDA
COUNTY OF OKALOOSA

Before me personally appeared Terri W. Fedonczak, in her capacity as the Chairperson of the Board of Directors of the Corporation, and she acknowledged before me that such person executed the foregoing Resolution to Dissolve.

IN WITNESS WHEREOF, I have hereunto set my hand and seal on this 5 day of March, 2015.

Wendy Maffei
Notary Public
My Commission Expires:

This Instrument
Prepared By:
ANCHORS SMITH GRIMSLEY
Professional Limited Company
(C. Jeffrey McInnis)
909 Mar Walt Drive, Suite 1014
Fort Walton Beach, Florida 32547
(850) 863-4064



PLAN OF DISTRIBUTION

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

CORPORATION:

OKALOOSA-WALTON CHILD CARE SERVICES,
INC., a Florida Not For Profit Corporation (the
"Corporation").

15 NOV -2 PM 1:13

DATE:

April 1, 2015

The Board of Directors of the Corporation, which has seven (7) directors in office on the date of adoption of this Plan of Distribution, by a vote of five (5) in the affirmative (two (2) directors were absent), does hereby consent and approve the following Plan of Distribution, effective as of the date set forth above:

1. The CEO, of the Corporation, Lynn Stephens, shall be authorized and empowered to sell or otherwise liquidate any and all of the assets of the Corporation which in her reasonable judgment should be sold or liquidated to facilitate the liquidation of the Corporation, which shall be completed by October 31, 2015.

2. Prior to the final liquidation of the Corporation:

(a) All then known debts, obligations and liabilities of the Corporation which can then be paid shall be paid, or the payment thereof shall be provided for, all as soon as practicable.

The term "debts, obligations and liabilities" shall include, but shall not be limited to, (i) expenses incident to the conduct and winding up of the business and affairs of the Corporation, (ii) expenditures or allowances made or incurred incident to the sale, liquidation or distribution of the assets of the Corporation, and (iii) attorneys' and accountants' expenses.

(b) After, and only after, paying or providing for the payment of said debts, liabilities and obligations, there shall be distributed, as determined and authorized by the Board of Directors of the Corporation, the remaining assets of the Corporation to the recipient Not For Profit Corporations listed and described more particularly in Exhibit "A", attached hereto.

3. The Board of Directors of the Corporation shall be authorized and empowered to correct any defect or supply any omission in the Plan of Distribution and reconcile any inconsistency or conflict in the Plan of Distribution.

4. During distribution of the remaining assets of the Corporation pursuant to the Plan, otherwise known as the winding down of the affairs of the Corporation, the Corporation shall be dissolved pursuant to the laws of the state in which the Corporation was established, which dissolution shall have an effective date of October 31, 2015.

5. The CEO and the Secretary, and any Assistant Secretary of the Corporation, shall be authorized, empowered and directed in the name and on behalf of the Corporation, and under its

corporate seal, where desired, to execute, attest, and deliver all contracts, conveyances, bills of sale, assignments, transfers, agreements, letters, notices, certificates, receipts, consents, releases and other instruments and documents deemed by the CEO of the Corporation to be proper in carrying out the Plan and to do any and all such acts, deeds and things as the CEO may deem necessary or appropriate to consummate any sale of any assets of the Corporation, or to effectuate or carry out the Plan or to effect the dissolution of the Corporation.

ATTEST:

OKALOOSA-WALTON CHILD
CARE SERVICES, INC.,
a Florida Not For Profit Corporation

By: Angela Woodward
Angela Woodward
Corporate Secretary

By: Terri W. Fedonczak
Terri W. Fedonczak
Chairperson of the Board of Directors

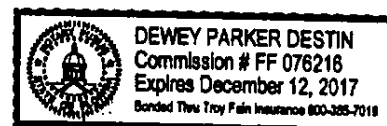
STATE OF FLORIDA
COUNTY OF OKALOOSA

Before me personally appeared Terri W. Fedonczak, in her capacity as the Chairperson of the Board of Directors of the Corporation, and she acknowledged before me that such person executed the foregoing Plan of Distribution.

IN WITNESS WHEREOF, I have hereunto set my hand and seal on this 1st day of APRIL, 2015.

Dewey Parker Destin
Notary Public
My Commission Expires: **Dewey Parker Destin**

This Instrument
Prepared By:
ANCHORS SMITH GRIMSLEY
Professional Limited Company
(C. Jeffrey McInnis)
909 Mar Walt Drive, Suite 1014
Fort Walton Beach, Florida 32547
(850) 863-4064

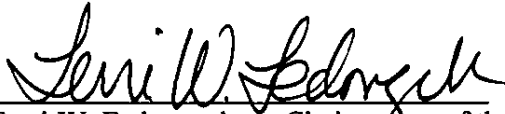


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SECRETARY OF STATE
DIVISION OF CORPORATIONS

CERTIFICATE

I do hereby certify that I am the duly elected and acting Chairperson/Director of OKALOOSA-WALTON CHILD CARE SERVICES, INC., a Florida Not For Profit Corporation (the "Corporation") and that the Plan of Distribution attached hereto and made a part hereof is a true and correct copy of a Plan of Distribution duly adopted by the Board of Directors of the Corporation in connection with the complete liquidation of the Corporation under the Business Corporation Act of its state of incorporation and that it complies with the requirements of the Corporation's Articles of Incorporation and Section 617.1406(2), *Florida Statutes*.

WITNESS my hand as Chairperson/Director of the Corporation this 1st day of APRIL, 2015.

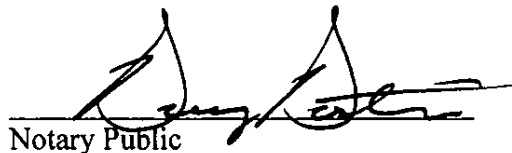


Terri W. Fedonczak, as Chairperson of the Board of Directors
OKALOOSA-WALTON CHILD
CARE SERVICES, INC.,
a Florida Not For Profit Corporation

STATE OF FLORIDA
COUNTY OF OKALOOSA

Before me personally appeared Terri W. Fedonczak, in her capacity as the as Chairperson of the Board of Directors of the Corporation, and such person acknowledged before me that such person executed the foregoing instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal on this 1st day of APRIL, 2015.



Notary Public

My Commission Expires:

Dewey Parker Destin



Revised Distribution of Cash Assets Approved by OWCCS Board

501(c)(3) DISTRIBUTIONS

	FEIN#	Distribution	Distribution Date
Children in Crisis, Inc	651196220	\$ 250,000.00	NLT 6/30/15
Northwest Florida State College Foundation, Inc	592865698	\$ 217,000.00	NLT 6/30/15
Children's Forum, Inc. (TEACH Scholarships)	650165007	\$ 190,000.00	NLT 6/30/15
Grace Rides, Inc.	263084817	\$ 40,000.00	NLT 6/30/15
United Way of Okaloosa-Walton Co, Inc.	590972293	\$ 40,000.00	NLT 6/30/15
Children's Volunteer Health Network, Inc.	203276365	\$ 20,000.00	NLT 6/30/15
DBA Fresh Start for Children & Families	592754795	\$ 40,000.00	NLT 6/30/15
Big Brothers Big Sisters of Northwest Florida, Inc.	592996893	\$ 20,000.00	NLT 6/30/15
Emerald Coast Children's Advocacy Center, Inc.	593454168	\$ 20,000.00	NLT 6/30/15
Horizons of Okaloosa County, Inc.	593109969	\$ 25,000.00	NLT 6/30/15
Judge Ben Gordon, Jr Family Visitation Center, Inc.	593483816	\$ 25,000.00	NLT 6/30/15
Shelter House, Inc.	592634092	\$ 20,000.00	NLT 6/30/15
Eleanor J. Johnson Youth Center, Inc.	311584614	\$ 25,000.00	NLT 6/30/15
Workforce Development Board of Okaloosa and Walton Counties	593400826	\$ 25,000.00	NLT 6/30/15
Okaloosa Walton Homeless Continuum of Care, Opportunity, Inc.	342056892	\$ 10,000.00	NLT 6/30/15
AMI Kids Emerald Coast, Inc.	593531532	\$ 7,500.00	NLT 6/30/15
Canaan Recovery Foundation, Inc.	261860103	\$ 7,500.00	NLT 6/30/15
Fisher House of the Emerald Coast, Inc	260283970	\$ 10,000.00	NLT 6/30/15
Northwest Florida Guardian Ad Litem Foundation, Inc.	901743523	\$ 10,000.00	NLT 6/30/15
Habitat for Humanity of Okaloosa County, Inc	593066029	\$ 7,500.00	NLT 6/30/15
Okaloosa AIDS Support & Informational Services, Inc.	593089946	\$ 7,500.00	NLT 6/30/15
Pyramid, Inc.	593233538	\$ 7,500.00	NLT 6/30/15
Ronald McDonald House Charities of Northwest Florida, Inc.	592172279	\$ 7,500.00	NLT 6/30/15
SAP Synergy, Inc.	593676322	\$ 7,500.00	NLT 6/30/15
Okaloosa Walton Readers (Fiscal Agent Early Learning Coalition of Okaloosa-Walton Co.)	311745051	\$ 10,000.00	NLT 6/30/15
Habitat for Humanity for Walton County, Florida, Inc.	593380235	\$ 7,500.00	NLT 6/30/15
Covenant Hospice, Inc.	592208300	\$ 7,500.00	NLT 6/30/15
Early Learning Coalition of Okaloosa and Walton Counties	311745051	* undetermined	NLT 12/31/15
Total		\$ 1,064,500.00	

* Any and all remaining funds left over after the conclusion of the winding up activities of OWCCS shall be distributed to the Early Learning Coalition of Okaloosa and Walton Counties

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: OKALOOSA-WALTON CHILD CARE SERVICES, 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, address, and telephone number of person or entity filing a claim.

-Description of claim, including amount and factual circumstances giving rise to said claim.

- If applicable, any and all copies of documents and evidence in possession of claimant which would evince the alleged claim.

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

OKALOOSA-WALTON CHILD CARE SERVICES, INC.

c/o C. JEFFREY MCINNIS, ESQ.

909 MAR WALT DR., STE. 1014

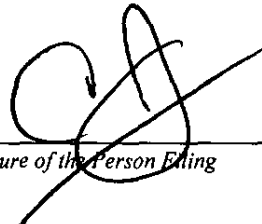
FT. WALTON BEACH, FL 32547

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.

C. JEFFREY MCINNIS, ESQ.

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