

728 904

(Requestor's Name)

(Address)

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TALLAHASSEE, FLORIDA

MAR 04 2015

C. CARROTHERS

Animal Birth Control, Inc.

February 27, 2015

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

Re: Animal Birth Control of Martin County, Inc.
Document No. of Corporation: 728904
EIN: 59-1710494

To Whom It May Concern:


On December 11, 2014 the board of directors, by a unanimous vote, adopted a resolution to dissolve the above referenced corporation. Enclosed please find the following documents for filing:

- Articles of Dissolution
- Notice of Corporate Dissolution
- Plan of Dissolution and Distribution of Assets of Animal Birth Control of Martin County, Inc.

Also enclosed is our check number 3124 in the amount of \$35.00 to cover the filing fees.

Thank you for your assistance.

Yours truly,



Mary V. Rhodes

Enclosures

ARTICLES OF DISSOLUTION

Pursuant to section 617.1403, Florida Statutes, Animal Birth Control of Martin County, Inc., a Florida not for profit corporation, submits the following Articles of Dissolution:

- 1) The name of the corporation is Animal Birth Control of Martin County, Inc. (hereinafter referred to as the "Corporation").
- 2) The document number of the corporation is 728904.
- 3) The Corporation has no members entitled to vote on the dissolution. The board of directors of the Corporation adopted a resolution to dissolve by a unanimous vote on December 11, 2014. The number of directors in office was three (3) and the vote for the resolution was unanimous in favor of dissolution.
- 4) The effective date of dissolution shall be the date of the filing hereof.

Date: February 24, 2015

Mary Toto
Mary Toto, President

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TALLAHASSEE, FLORIDA

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.

Name of Corporation: Animal Birth Control of Martin County, Inc.

Date of Dissolution: The date the dissolution is filed with the Department of State

Description of information that must be included in a claim:

1. The basis for the claim.
2. The name and address of the claimant.
3. The amount of the claim which amount is now due, or, if not due, the date it will become due.
4. Whether the claim is contingent or unliquidated. If contingent or unliquidated, the nature of the uncertainty.
5. Whether the claim is secured. If the claim is secured, a description of the security.

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

Mary Toto
4402 SW Thicket Court
Palm City, FL 34990

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.

Date

February 14, 2015

Mary Toto
Mary Toto, President

**PLAN OF DISSOLUTION AND DISTRIBUTION OF ASSETS
OF
ANIMAL BIRTH CONTROL OF MARTIN COUNTY, INC.**

The Board of Directors of Animal Birth Control of Martin County, Inc., at a special meeting duly convened on the 11th day of December, 2014, pursuant to notice given in accordance with the applicable law, a quorum being present at all times, having considered the advisability of voluntarily dissolving the corporation, and it being the unanimous opinion of the Board that dissolution is advisable and in the best interests of the corporation, and the Board having adopted, by unanimous vote, a plan for a voluntary dissolution of the corporation, does hereby resolve that the corporation be dissolved in accordance with the following plan:

1. There being no members of the corporation, no vote of membership is required to approve this dissolution, and action of the Board of Directors is sufficient.
2. No approval of the dissolution of the corporation is required by any government agency or officer.
3. The corporation has assets. Such assets are not legally required to be used for any particular purpose.
4. The assets owned by the corporation subject to any unpaid liabilities of the corporation shall be distributed to the following organization(s) with substantially similar purposes, which qualify as an exempt organization(s) pursuant to Section 501(c)(3) of the Internal Revenue Code of 1954, as amended, in the following proportions or amounts:

The Pegasus Foundation 100%

Humane Society Pet Rescue Fl, Inc. Okeechobee Crates/Supplies

5. The corporation has no long-term liabilities. Current obligations shall be paid and discharged.
6. Once the Articles of Dissolution are filed with the Department of State, the corporation shall carry out this plan.

Certification

I, Mary Toto, president of Animal Birth Control of Martin County, Inc., hereby certify under penalties of perjury that a special meeting of the Board of Directors of the Corporation was duly held at 6:00 p.m. on the 11th day of December, 2014, at Stuart, Florida and the within Plan of Dissolution and Distribution of Assets was duly submitted and passed by a unanimous vote of

the Directors.

Date: February 14, 2015

Mary Toto
Mary Toto, President

WRITTEN ACTION OF
THE BOARD OF DIRECTORS
OF
ANIMAL BIRTH CONTROL OF MARTIN COUNTY, INC.

The undersigned, being all of the members of the Board of Directors of Animal Birth Control of Martin County, Inc., a Florida nonprofit corporation, hereby take the following written action in lieu of holding a meeting regarding same, all pursuant to the terms of Section 617.0821, Florida Statutes:

1. After due consideration by the undersigned Directors, it is in the best interest of this corporation to amend its Plan of Dissolution and Distribution of Assets by deleting paragraph 4 in its entirety, and by inserting in lieu thereof, the following new paragraph 4:

"4. The assets owned by the corporation subject to any unpaid liabilities of the corporation shall be distributed to the following organizations with substantially similar purposes, which qualify as exempt organizations pursuant to Section 501(c)(3) of the Internal Revenue Code of 1954, as amended, in the following proportions or amounts:

- a. All pet crates, miscellaneous office furniture and supplies to Humane Society Pet Rescue FL, Inc., of Okeechobee, Florida.
- b. The balance of the corporate assets shall be distributed as follows:
 - i. Ninety percent (90%) to Pegasus Foundation; and
 - ii. Ten percent (10%) to Humane Society Pet Rescue FL, Inc., of Okeechobee, Florida."

DATED this 21 day of March, 2015.


Mary M. Toto, Director


Carol Burlingham, Director


Joanne Matz, Director