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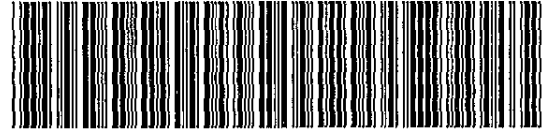
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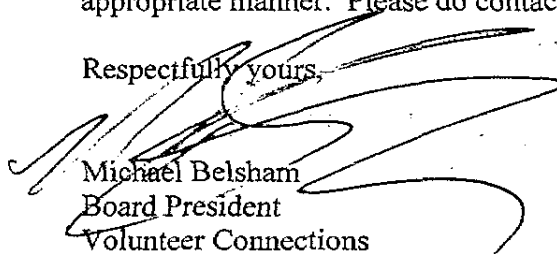
June 28, 2005

Dear Secretary of State;

Enclosed are the articles of dissolution for Volunteer Connections-a not for profit organization.

Please time stamp and return a copy in the self addressed envelope and file in the appropriate manner. Please do contact me with any questions at 941-379-0288.

Respectfully yours,



Michael Belsham  
Board President  
Volunteer Connections

**ARTICLES OF DISSOLUTION  
OF  
VOLUNTEER CONNECTIONS OF SARASOTA COUNTY, INC.**

Pursuant to the provisions of the "Florida Not For Profit Corporation Act, *Fla. Stat.*, § 617.01011, *et seq.*, the undersigned Florida non profit corporation adopts the following Articles of Dissolution for the purpose of dissolving the corporation:

ARTICLE I: The name of the corporation is VOLUNTEER CONNECTIONS OF SARASOTA COUNTY, INC.

ARTICLE II: The Articles of Restatement of the Articles of Incorporation of the corporation were filed on August 26, 1999.

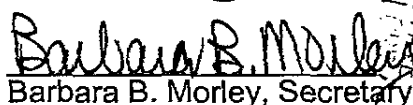
ARTICLE III: Pursuant to the authority contained in the "Florida Not For Profit Corporation Act, Section 617.01011 and following, including but not necessarily limited to Sections 617.1402 through 617.1406 of the Florida Statutes, and the corporation's by-laws the dissolution of the corporation was authorized by the written consent of all of the members of the board of directors then in office. The corporation had and has no members entitled to vote on a resolution to dissolve.

ARTICLE IV: Pursuant to Section 617.1406 of the Florida Statutes, filed simultaneously with these articles of dissolution is a plan of distribution of assets adopted by the corporation by the written consent of all of the members of the board of directors then in office.

ARTICLE V: The effective date of the dissolution of the corporation will be June 30, 2005, and the corporation will thereafter wind up its affairs as required by law and pursuant to the plan of distribution of assets adopted by the corporation.

IN WITNESS WHEREOF, the undersigned, being the president and secretary of the corporation, have executed these Articles of Dissolution this 27<sup>th</sup> day of JULY, 2005.

  
Michael Belsham, President

  
Barbara B. Morley, Secretary

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SECRETARY OF STATE  
ALBANY, FLORIDA

**CONSENT OF DIRECTORS  
TO CORPORATE DISSOLUTION**

The undersigned directors, being all of the directors of VOLUNTEER CONNECTIONS OF SARASOTA COUNTY, INC., a Florida non profit corporation, hereby consent to the following:

RESOLVED, that the corporation shall be dissolved effective June 30, 2005 and that the articles of dissolution as reviewed by the directors, a copy of which is filed in the minute book of the corporation with this consent, is approved.

RESOLVED, that the plan for the distribution of assets as reviewed by the directors, a copy of which is filed in the minute book of the corporation with this consent, is hereby adopted and approved in all respects and the officers, directors and employees of this corporation shall forthwith take appropriate action to put such plan into effect and shall take all necessary and appropriate action to implement said plan.

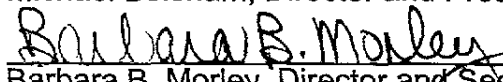
RESOLVED, that the president and secretary of the corporation shall file this consent of directors to corporate dissolution, the certificate of corporation resolution and copies of the articles of dissolution and the plan for the distribution of assets in the corporation's minute books, which minute books shall be retained by them for a period of at least five years and that they shall file articles of dissolution and the plan for the distribution of assets in the offices of the Florida Secretary of State in order to complete the dissolution of the corporation and shall file copies of the articles and plan, file stamped by the Florida Secretary of State, in the minute book of the corporation.

WE HEREBY CERTIFY that Michael Belsham is the president and Barbara B. Morley is the secretary of said corporation.

IN WITNESS WHEREOF, we have hereunto set my hand and seal on the date indicated by each of our signatures.

  
Michael Belsham, Director and President


6/27/05  
Date

  
Barbara B. Morley, Director and Secretary

6/27/05  
Date

  
William Donnelly, Director

6/29/05  
Date

  
Michael J. Pugh, Director

6/27/05  
Date

### **CERTIFICATE OF CORPORATE RESOLUTION**

The undersigned secretary and president of VOLUNTEER CONNECTIONS OF SARASOTA COUNTY, INC., a Florida non profit corporation, hereby certifies that the following resolutions were duly adopted by execution of a consent of all directors of the corporation then in office and that said resolutions are now in full force and effect:

RESOLVED, that the corporation shall be dissolved effective June 30, 2005.

RESOLVED, that the plan for the distribution of assets as reviewed by the directors, a copy of which is filed in the minute book of the corporation, is hereby adopted and approved in all respects and the officers, directors and employees of this corporation shall forthwith take appropriate action to put such plan into effect and shall take all necessary and appropriate action to implement said plan.


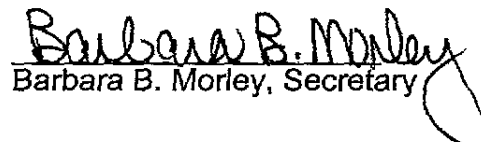
RESOLVED, that the president and secretary of the corporation shall file this certificate of corporation resolution in the corporation's minute books, which minute books shall be retained by them for a period of at least five years, and that they shall file articles of dissolution and the plan for the distribution of assets in the offices of the Florida Secretary of State in order to complete the dissolution of the corporation.

I HEREBY CERTIFY that the above resolutions are still in full force and effect and have never been repealed.

I FURTHER CERTIFY that Michael Belsham is the president and Barbara B. Morley is the secretary of said corporation.

IN WITNESS WHEREOF, we have hereunto set my hand and seal this, the 27<sup>th</sup> day of June, 2005.

VOLUNTEER CONNECTIONS  
OF SARASOTA COUNTY, INC.,  
a Florida non profit corporation

  
Michael Belsham, President  
Barbara B. Morley, Secretary

**PLAN FOR DISTRIBUTION  
OF ASSETS ON DISSOLUTION  
OF  
VOLUNTEER CONNECTIONS OF SARASOTA COUNTY, INC.**

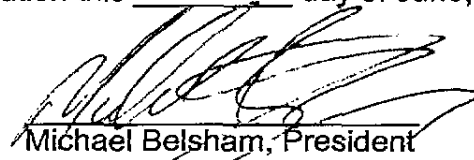
Pursuant to the provisions of the "Florida Not For Profit Corporation Act, *Fla. Stat.*, § 617.01011, *et seq.*, particularly *Fla. Stat.*, § 617.1406, the undersigned Florida non profit corporation adopts the following plan for the purpose of dissolving the corporation:

1. The effective date of the dissolution of the corporation will be June 30, 2005, and the corporation will thereafter wind up its affairs as required by law and pursuant to the plan of distribution of assets adopted by the corporation.
2. The president and secretary of the corporation shall file articles of dissolution and this plan for the distribution of assets in the offices of the Florida Secretary of State in order to dissolve the corporation.
3. The directors of the corporation will pay or make provision for the corporation to pay and be released from all of the liabilities of the corporation at the earliest possible time.
4. The assets of the corporation are dedicated to exempt educational and charitable purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of the United States. Consequently, upon dissolution of the corporation once the corporation has paid or made provision to pay and be released from all of the liabilities of the corporation, the assets of the corporation shall be distributed to such organization or organizations as have been and are organized exclusively for the charitable, educational, or scientific purposes as shall qualify that organization or organizations as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of the United States.
5. Upon dissolution of the corporation once the corporation has paid or made provision to pay and be released from all of the liabilities of the corporation, the directors intend, insofar as possible, to distribute the assets of the corporation to Senior Friendship Centers, Inc., another Florida non profit corporation dedicated to exempt educational and charitable purposes within the meaning of section 501(c)(3) of the Internal Revenue Code

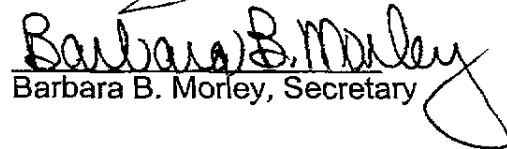
of the United States.

This plan of distribution of assets was adopted by the corporation by the written consent of all of the members of the board of directors then in office.

IN WITNESS WHEREOF, the undersigned, being the president and secretary of the corporation, have executed this plan of distribution this \_\_\_\_\_ day of June, 2005.



Michael Belsham, President



Barbara B. Morley, Secretary

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