MARK E. CLEMENTS, P.A. 753879

MARK E. CLEMENTS
WILLS, ESTATES, ESTATE PLANNING
ELDER LAW
CORPORATE AND BUSINESS LAW
TRIAL PRACTICE - GENERAL
CIRCUIT COURT MEDIATION

H.K. (ELLA) LIM GENERAL LAW 310 EAST MAIN STREET LAKELAND, FLORIDA 33801-5047

REPLY TO P.O. BOX 8817 LAKELAND, FLORIDA 33806-8817 TELEPHONE: (941) 687-2287 FAX: (941) 682-7385

October 28, 1999

Department of State Corporate Records Bureau Division of Corporations 409 East Gaines Street Tallahassee, Florida 32399 500003030995--4 -11/01/99--01108--001 *****52.50 ******52.50

Re: Lakeland Youth Soccer, League, Inc.

Dear Corporate Records:

We are enclosing the following documents for the voluntary dissolution of the above referenced non-profit corporation:

- 1. Articles of Dissolution Executed in Duplicate
- 2. Plan of Distribution
- 3. Resolution of Lakeland Youth Soccer, League, Inc.
- 4. Certificate of Compliance
- 5. A corporate check in the amount of \$52.50 payable to the Department of State:

a. Filing fee for Articles of Dissolution

\$35.00

b. One Certified copy of Dissolution

\$ 8.75

c. A certificate of status

\$ 8.75

Please call our office if anything further is required. Thank you for your assistance in this matter.

Sincerely,

Ella Lim

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Enclosures

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V. SHEPARD NOV 1 5 1999

ARTICLE OF DISSOLUTION

OF

LAKELAND YOUTH SOCCER LEAGUE, INC.

SECRETARY OF STATE
ALLAHASSEE, FLORIDA

Pursuant to Section 617.1403, <u>Florida Statutes</u>, this Florida Not For Profit Corporation submits the following Articles of Dissolution:

FIRST: The name of the corporation is Lakeland Youth Soccer League, Inc.

SECOND: Adoption of Dissolution

- 1. The date of the meeting of members at which the resolution to dissolve was adopted was October 13, 1999.
 - a. The number of votes cast for dissolution was sufficient for approval.
- 2. All debts, obligations, and liabilities of the corporation have been paid and discharged or that adequate provision has been made therefor.
- 3. A copy of the plan of distribution, as adopted by the corporation, is attached.
- 4. All remaining property and assets of the corporation have been transferred, conveyed, or distributed in accordance with the Articles of Incorporation and the laws of the State of Florida.
- 5. There are no suits pending against the corporation in any court.
- 6. A copy of the Resolution by the Board of Directors to dissolve is attached. This Resolution was adopted by the Board of Directors and Members entitled to vote of the Corporation on October 13, 1999.

IN WITNESS WHEREOF, we have hereunto set our hands and the corporate seal

of Lakeland Youth Soccer League, Inc., this 13th day of October, 1999.

LAKELAND YOUTH SOCCER LEAGUE, INC.

Bert Noe

President

ATTEST: Many her

Nancy Noe

Secretary

(Corporate Seal)

STATE OF FLORIDA

COUNTY OF POLK

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the state and county aforesaid to take acknowledgments personally appeared Bert Noe and Nancy Noe, well known to me to be the President and Secretary, respectively of Lakeland Youth Soccer Club, Inc., a Florida Non For Profit Corporation, and they severally acknowledged executing the above instrument freely and voluntarily under authority duly vested in them by said Corporation and that the seal affixed thereto is the true corporate seal of said corporation.

Witness my hand and official seal in the county and state last aforesaid this 13th

EXECUTED IN DUPLICATE

day of October 1999.

Diane 7. Castalde.

My commission expires:



PLAN OF DISTRIBUTION PURSUANT TO SECTION 617.1406 OF THE FLORIDA STATUTES

We, the undersigned, being all of the Board of Directors of Lakeland Youth Soccer League, Inc., do hereby consent, with at least a majority vote of the Members entitled to vote, to the Plan of Distribution set forth below and do further consent to the taking of such action and execution of such documents as may be required to effect such Plan of Distribution and complete liquidation and distribution of the Lakeland Youth Soccer League, Inc., as follows:

- 1. All liabilities, obligations, and debts of the Corporation shall be discharged and assets held upon condition requiring return or conveyance be returned or conveyed.
- 2. All assets remaining after all liabilities and obligations of the Corporation are discharged or returned shall be transferred to the young adult soccer organization, Lakeland Soccer Club, Inc., formerly known as Lakeland Lazers Soccer Club, Inc., in Lakeland, Polk County, Florida dedicated to the express purpose of developing and promoting youth amateur soccer.
- 3. The Corporation shall take all necessary steps to comply with those sections of Chapter 617, <u>Florida Statutes</u>, relating to voluntary dissolution.
- 4. The officers of the Corporation are directed to take such action and execute such documents as may be necessary to effect such distribution.

IN WITNESS WHEREOF, we have hereunto set our hands and seals this 13th day of October, 1999.

4. The officers of the Corporation are directed to take such action and execute such documents as may be necessary to effect such distribution.

IN WITNESS WHEREOF, we have hereunto set our hand and the corporate seal of Lakeland Youth Soccer League, Inc. this 13th day of October, 1999.

(Corporate Seal)

Keith Power

Vice President

President

Daryl Johnson / Treasurer

Nancy Noe

Secretary

Mélissa Walters Registrar

Debbie Funkhouser

Board Member At Large

David Lucido

Board Member At Large

Herchel Lyle / Referee

RESOLUTION

OF

LAKELAND YOUTH SOCCER LEAGUE, INC.

In accordance with the provisions of Florida Statutes, Section 617.1403, we, the undersigned, being all of the Board of Directors of Lakeland Youth Soccer League, Inc., do hereby consent, with at least a majority vote of the Members entitled to vote, to the adoption of the the Resolution set forth below for the purpose of adopting a plan of voluntary dissolution in accordance with Florida Statute, Section 617.1403, and further do consent to the taking of such action and execution of such documents as may be required to effect such voluntary dissolution and complete liquidation and distribution of the Lakeland Youth Soccer League, Inc., as follows:

RESOLVED, that Lakeland Youth Soccer League, Inc., hereinafter called the "Corporation," shall become dissolved and hereby adopts this as its plan for distribution, in accordance with the Articles of Incorporation:

- 1. All liabilities, obligations, and debts of the Corporation shall be discharged and assets held upon condition requiring return or conveyance be returned or conveyed.
- 2. All assets remaining after all liabilities and obligations of the Corporation are discharged or returned shall be transferred to the young adult soccer organization, Lakeland Soccer Club, Inc., formerly known as Lakeland Lazers Soccer Club, Inc., in Lakeland, Polk County, Florida dedicated to the express purpose of developing and promoting youth amateur soccer.
- 3. The Corporation shall take all necessary steps to comply with those sections of Chapter 617, <u>Florida Statutes</u>, relating to voluntary dissolution.

(CORPORATE SEAL)

Bert Noe

President

Keith Power-

V/ce President

Daryl Johnson Treasurer

Nancy Noe

Secretary

Melissa Walters

Registrar

Debbie Funkhouser

Board Member At Large.

David Lucido

Board Member At Large

Herchel Lyfe

Referee

CERTIFICATE OF COMPLIANCE

I HEREBY CERTIFY that the Resolution stated above, including the plan of distribution, was approved and adopted by a majority of the Members entitled to vote of said Corporation on October 13, 1999.

I FURTHER CERTIFY that the plan of distribution is in accordance with Florida Statute, Section 617.1406(1).

IN WITNESS WHEREOF, I, the President of Lakeland Youth Soccer League, Inc., do hereby certify that the above Certificate is true. Executed this _/3 day of _October___,

1999.

LAKELAND YOUTH SOCCER LEAGUE, INC.

Rert Noe

President