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(((H09000167744 3)))



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To:

Division of Corporations

Fax Number

: (850)617-6380

Account Name

: MOYLE, FLANIGAN, KATZ, RAYMOND, WHITE & KRASKER, P.A.

Account Number : I20060000039

Phone

: (561)659-7500

Fax Number

: (561)659-1789

DISSOLUTION OR WITHDRAWAL

THE JEANNE AND IRWIN LEVY FOUNDATION, I

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JUL. 22. 2009 12:10PM

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ARTICLES OF DISSOLUTION OF THE JEANNE AND IRWIN LEVY FOUNDATION, INC.

Pursuant to Section 617.1403, Florida Statutes, the undersigned, President of THE JEANNE AND IRWIN LEVY FOUNDATION, INC., a not-for-profit corporation, organized and existing under the laws of the State of Florida, hereby submits the following Articles of Dissolution on behalf of the aforementioned corporation:

ARTICLE I Name of Corporation

The name of the corporation as currently filed with the Florida Department of State is THE

JEANNE AND IRWIN LEVY FOUNDATION, INC. (the "Corporation").

ARTICLE II Document Number

The Document Number of the Corporation is 753989.

ARTICLE III Adoption of Dissolution

The resolution to dissolve the Corporation was adopted by the Public Member and Donor Members of the Corporation, as defined in the Articles of Incorporation and the By-Laws of the Corporation, in lieu of holding a special meeting regarding same, pursuant to Section 617.0821, Florida Statutes, on June 10, 2009. The number of Members (Public and Donor) in office was three (3) and the vote for the resolution to dissolve the Corporation was three (3) for and zero (0) against.

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IN WITNESS WHEREOF, the Secretary of the Corporation has executed these Articles

of Dissolution, this_

THE JEANNE AND IRWIN LEVY FOUNDATION, INC.

Its: Secretary

Acknowledged by:

(((H09000167744 3)))

PLAN OF DISTRIBUTION OF ASSETS OF THE JEANNE AND IRWIN LEVY FOUNDATION, INC.

Pursuant to 617.1406, Florida Statutes, the undersigned, as President of THE JEANNE AND IRWIN LEVY FOUNDATION, INC., a not-for-profit corporation, organized and existing under the laws of the State of Florida, hereby submits the following Plan of Distribution of Assets on behalf of the aforementioned corporation:

- 1. The name of this corporation as currently filed with the Florida Department of State is THE JEANNE AND IRWIN LEVY FOUNDATION, INC. (the "Corporation").
 - The Document Number of the Corporation is 753989.
- The Corporation has no members entitled to vote on this Plan of Distribution of Assets.
- 4. The resolution to adopt the Plan of Distribution of Assets of the Corporation was adopted by the Trustees ("Board of Directors") of the Corporation on June 10, 2009, in lieu of holding a special meeting regarding same, pursuant to Section 617.0821, Florida Stamtes.
 - 5. The number of votes cast for this Plan of Distribution was sufficient for approval.
- 6. All liabilities and obligations of the Corporation will be paid and discharged immediately.
- 7. Any assets remaining after the payment of liabilities and obligations of the Corporation shall be distributed to the following qualified charitable organization as defined under Section 501(c) 3 of the Internal Revenue Code of 1986, as amended: THE JEANNE & IRWIN LEVY PHILANTHROPIC FUND, a component fund of the JEWISH FEDERATION OF PALM BEACH COUNTY, INC.

G:\10187\16\Flom of Distribution.lusy.wpd

IN WITNESS WHEREOF.	the President of the Corporation has executed this Plan of
Distribution, this day of	July, 2009.
	THE JEANNE AND IRWIN LEVY
	FOUNDATION, INC.
	MARK LEVY
STATE OF FLORIDA COUNTY OF PALM BEACH	Its: President
	as acknowledged before me this // day of July
ZUUS DY IVLAICK LEVY, ES PIESIUCI	nt of THE JEANNE AND IRWIN LEVY FOUNDATION, [] who is personally known to me or [] who provided a
	as identification.
[NOTARY SEAL]	Dense Pargois
	Notary Public
	State of Florida
	My commission expires: $(5/3)/20/0$

