

**K57916**  
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TELEPHONE: (954) 938-4555  
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July 25, 1997

Secretary of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, Florida 32314

**FILED**  
97 JUL 28 AM 11:56  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**Re: SENIOR CITIZENS HOUSING DEVELOPMENT COMPANY**

**800002248948--0**

-07/28/97--01069--010  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

Dear Sir/Madam:

Enclosed for filing please find the original and one copy of the Articles of Dissolution for Senior Citizens Housing Development Company, along with our check to you in the amount of \$87.50, representing your fees for filing.

Please file Articles of Dissolution as soon as possible and return the certified copy directly to us in the self-addressed, stamped envelope provided.

If you have any questions, please do not hesitate to call.

Thank you.

Very truly yours,

  
THOMAS RUFFIN III

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Enclosures

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ARTICLES OF DISSOLUTION

FILED  
97 JUL 28 AM 11:57  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

SENIOR CITIZENS HOUSING DEVELOPMENT COMPANY, for the purposes of complying with the provisions of Florida Statutes, Section 607.1403, relating to the filing of Articles of Dissolution, does hereby execute the following Articles of Dissolution:

1. NAME OF CORPORATION

SENIOR CITIZENS HOUSING DEVELOPMENT COMPANY

2. All debts, obligations and liabilities of the Corporation have been paid or discharged, or adequate provision has been made therefor.

3 All remaining property and assets of the Corporation have been distributed to its sole shareholder.

4. There are no actions pending against the Corporation in any Court or adequate provision has been made for the satisfaction of any judgment, order or decree that may be entered against it in any pending action.

5. The Corporation has elected to dissolve by written consent of its sole shareholder, a copy of which, executed by its sole shareholder, is attached hereto as Exhibit "A". The number cast for dissolution was sufficient for approval. The dissolution was authorized by the sole shareholder on July 15, 1997.

6. The effective date of these Articles of Dissolution is July 15, 1997.

SENIOR CITIZENS HOUSING DEVELOPMENT  
COMPANY

By: Hugh L. Layden  
President

ATTEST

By: Mary C. Reanill  
Secretary

XXXXXXXXXXXXXXXXXXXX )  
STATE OF FLORIDA )  
DISTRICT OF COLUMBIA ) SS:  
COUNTY OF XXXXXXXXXXXX )

BEFORE ME, the undersigned authority, personally appeared  
Hugh D. Layden as President and Mary C. Reavill as  
Secretary of SENIOR CITIZENS HOUSING DEVELOPMENT COMPANY, who are  
personally known to me, or if not who produced \_\_\_\_\_  
as identification, to be the persons who executed the foregoing  
Articles of Dissolution, who did take an oath, and acknowledged  
before me that they executed the same for the purposes therein  
expressed.

WITNESS my hand and official seal in the County and State  
named above, this 15th day of July, 1997.

Elizabeth H. O'Reilly  
NOTARY PUBLIC  
Name of Notary: Elizabeth H. O'Reilly  
Commission No. \_\_\_\_\_

My Commission Expires: **My Commission Expires November 30, 2001**

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07/07/97

EXHIBIT "A"

PLAN OF DISSOLUTION AND COMPLETE LIQUIDATION BY  
VOLUNTARY CONSENT OF SHAREHOLDER

NCSC HOUSING MANAGEMENT CORPORATION, a District of Columbia corporation, the sole shareholder of SENIOR CITIZENS HOUSING DEVELOPMENT COMPANY, a Florida corporation (the "Corporation"), does hereby consent to voluntarily dissolve the Corporation, pursuant to the provisions of Sections 607.1402 and 607.0704 of the Florida Statutes and does hereby enter into the following Plan of Dissolution and Complete Liquidation of the Corporation:

1. The Corporation shall liquidate and dissolve pursuant to this Plan of Dissolution and Complete Liquidation in accordance with Section 332 of the Internal Revenue Code of 1986.

2. The Corporation shall wind up its affairs, collect its assets and pay or otherwise provide for the payment of its liabilities.

3. As soon as practical, during the one month period following the adoption of this Plan, all the property of the Corporation subject to all its liabilities shall be transferred to the Shareholder of the Corporation in complete cancellation of its shares.

4. The proper officers of the Corporation, or any of them, are hereby directed to pay all fees, taxes, expenses and costs and to do all other further acts and things as they deem necessary and proper to carry out this dissolution and to fully effectuate the purpose and intent of this Plan of Dissolution and Complete Liquidation.

DATED this 15th day of July, 1997.

NCSC HOUSING MANAGEMENT  
CORPORATION, Shareholder

By: *A. Gerald J. Preto*  
President

ATTEST:

By: *Michael S. Wipisinger*  
Secretary