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December 21, 2005

CORPORATION NAME (S) AND DOCUMENT NUMBER (S):

West Family Foundation, Inc.

West Failing Foundation, Inc.			
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Filing Evidence		Type of Document Certificate of Status	
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Other		Merger	
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Reinstatement		Trademark	
		Other	

ARTICLES OF DISSOLUTION

FILED

OF'

WEST FAMILY FOUNDATION, INC.

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WEST FAMILY FOUNDATION, INC., a Florida not-for profit corporation, (the "Corporation"), is hereby dissolved under the lawshor the State of Florida.

ARTICLE I

The name of the Corporation is WEST FAMILY FOUNDATION, INC.

ARTICLE II

Members and Board of Directors Approval of Dissolution and Plan of Distribution

Dissolution of the Corporation and the Plan for Distribution of Assets upon Dissolution that is required by Florida Statutes Section 617.1406 which is attached hereto and incorporated herein, was authorized on December 5, 2005, by the Written Action of the Corporation's Members in accordance with Florida Statutes Section 617.0701 and by the unanimous Written Action of the Corporation's Board of Directors in accordance with Florida Statutes Section 617.0821, which votes are sufficient for approval of the dissolution and the Plan for Distribution of Assets upon Dissolution.

ARTICLE III Distribution of Assets

All debts, obligations and liabilities of the Corporation have been paid or adequate provision has been provided therefor. All remaining property and assets of the Corporation, if any, have been distributed to exempt organizations described in Section 501(c)(3) of the Internal Revenue Code of 1986 as required by Article V of the Corporation's Articles of Incorporation and in accordance with the Plan for Distribution of Assets upon Dissolution adopted by the Members and Board of Directors of the Corporation, which is attached hereto and incorporated herein by this reference. This Plan for Distribution of Assets upon Dissolution is being filed pursuant to Florida Statutes Section 617.1406.

Dated this gray of December, 2005.

WEST FAMILY FOUNDATION, INC.

Michael K. West, President

WEST FAMILY FOUNDATION, INC. PLAN FOR DISTRIBUTION OF ASSETS UPON DISSOLUTION

- 1. <u>Debts</u>. All debts, obligations and liabilities of the Corporation have been paid or adequate provisions have been made therefor.
- 2. No Assets Subject to Restrictions. The Corporation does not hold any assets upon conditions requiring return, transfer or conveyance, which condition occurs by reason of the dissolution.
- 3. <u>Distribution of Assets</u>. Upon approval of the Plan of Distribution of Assets and the payment of all known liabilities of the Corporation, the Corporation shall dispose of all remaining assets of the Corporation to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific organizations under Section 501(c)(3) of the Internal Revenue Code of 1986.