

N.W.F.L. Crippled Children's Assoc., Inc.

N00000005143

09/19/2001

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314
Attn: Thelma Lewis

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-09/26/01--01046--005
*****43.75 *****43.75

Miss Lewis,

Please find enclosed documents, Articles of Dissolution for our recently established Incorporation. After review of current company structure and stability we have concluded that it is not in our best interests to establish and maintain a second corporate entity. We do not foresee that the procedure changes and implementation would be beneficial to our organization. Please understand that our Board of Directors have not taken this decision lightly. It was with a great deal of debate and a variety of circumstances which impacted our consideration of dissolution.

We personally feel that this decision will establish a more secure position for the company and will support our operations keeping us operating optimally for the future. We regret that this decision may have caused any unnecessary drudgery on the part of your departments. Please accept our apologies on any inconveniences caused by our resolution.

Thank you in advance for your anticipated attention to the issue.

Sincerely,



Gene A. Gongora/Accountant
N.W.F.L. Crippled Children's Assoc., Inc.

FILED
01 SEP 26 PM 3:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Chartered January 10, 1942

10050 Hillview Road

Pensacola, Florida 32514

(850)474-0423

(850)474-0290 Fax

validis

SEP 26 2001



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

September 10, 2001

NORTHWEST FLORIDA ASSOCIATION FOR CITIZENS
10050 HILLVIEW ROAD
PENSACOLA, FL 32514

SUBJECT: NORTHWEST FLORIDA ASSOCIATION FOR CITIZENS WITH
DISABILITIES, INC.
Ref. Number: N00000005143

This will acknowledge receipt of your correspondence which is being returned for the following reason(s):

The fee to file articles of amendment is \$35. Certified copies are optional and are \$8.75 for the first 8 pages of the document, and \$1 for each additional page, not to exceed \$52.50.

If you have any questions concerning this matter, please either respond in writing or call (850) 245-6905.

Thelma Lewis
Corporate Specialist Supervisor

Letter Number: 101A00050795

\$43.75

**ARTICLES OF DISSOLUTION
OF
NORTHWEST FLORIDA ASSOCIATION FOR CITIZENS
WITH DISABILITIES, INC.**

NORTHWEST FLORIDA ASSOCIATION FOR CITIZENS WITH DISABILITIES, INC.,
a Florida corporation not for profit under the provisions of Chapter 617, Florida Statutes, hereby files
these Articles of Dissolution evidencing the corporation's dissolution, and sets forth the following
pursuant to the provisions of Section 617.1401, Florida Statutes:

1. The name of the corporation is NORTHWEST FLORIDA ASSOCIATION FOR CITIZENS WITH DISABILITIES, INC.
2. The Articles of Incorporation of the corporation were filed on August 7, 2000.
3. The corporation has not commenced to conduct its affairs.
4. No debts of the corporation remain unpaid.
5. The dissolution of the corporation was authorized by a majority of the directors of the corporation.

DATED the 29th day of AUGUST, 2001.

NORTHWEST FLORIDA ASSOCIATION FOR
CITIZENS WITH DISABILITIES, INC.

By: Eugene Brown
EUGENE BROWN
Chairman of the Board of Directors

MINUTES OF SPECIAL MEETING
OF DIRECTORS OF
NORTHWEST FLORIDA ASSOCIATION FOR
CITIZENS WITH DISABILITIES, INC.

FILED
01 SEP 26 PM 3:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

A special meeting of the directors of NORTHWEST FLORIDA ASSOCIATION FOR CITIZENS WITH DISABILITIES, INC. was held on the 29TH day of AUGUST, 2001, at 11:00 A.m., at 10050 Hillview Road, in Pensacola, Florida.

A majority of the directors of the corporation were present.

Eugene Brown presided as chairman of the meeting and also acted as secretary for the meeting.

The chairman announced that the purpose of the meeting was to discuss dissolving the corporation. The chairman presented to the meeting a waiver of notice duly signed by the directors of the corporation, which waiver was ordered to be made part of the minutes of the meeting.

The chairman reported that the corporation has not commenced business, that the corporation has no debts to be paid and that the corporation has no assets.


After discussion, and consultation with the corporation's attorneys and accountants, it was, upon motion duly made and seconded,

RESOLVED, that the corporation be dissolved with all of its corporate rights and privileges surrendered and cancelled in accordance with the laws of the State of Florida.

RESOLVED, that Eugene Brown, as Chairman of the Board of Directors of the corporation, is authorized to sign Articles of Dissolution to be filed with the Secretary of State of Florida.

RESOLVED, that the directors of the corporation are empowered, authorized, and directed to carry out the provisions of this resolution, and to do any and all necessary acts found necessary by them to dissolve the corporation.

There being no further business, the meeting was, upon motion, duly adjourned.

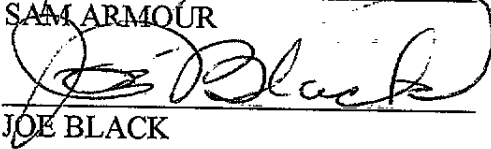

EUGENE BROWN
Chairman of the Meeting and
Acting Secretary

**WAIVER OF NOTICE OF SPECIAL MEETING
OF DIRECTORS OF
NORTHWEST FLORIDA ASSOCIATION FOR
CITIZENS WITH DISABILITIES, INC.**

The undersigned, being the directors of NORTHWEST FLORIDA ASSOCIATION FOR CITIZENS WITH DISABILITIES, INC., a corporation not for profit organized under the laws of the State of Florida, hereby waive all the statutory requirements as to notice of the time, place, and purpose of a special meeting of the directors of said corporation and the publication thereof, and consent that a special meeting shall be held at 10050 Hillview Road in Pensacola, Florida, on the 29th day of AUGUST, 2001, at 11:00^{AM} m.; the undersigned further consent to the transaction of any and all other business that may properly come before said meeting.


LINDA ADEWUYI


SAM ARMOUR



JOE BLACK


EUGENE BROWN


MARVIN BUTLER


JOHN DEESE


CAROLINE DEMARIA


JOHN JACKSON

~~HE RESIGNED FROM THE BOARD, MOVED TO
ALA. DO TO ILLNESS OF WIFE~~
CHARLES MARKIN


GREG MOODY


BOB MOULTON


RON MCNESBY


BEULAH DEESE


CLIFF PAYNE

Kathryn Proctor
KATHRYN PROCTOR

Richard Royal Gibbs
RICHARD GIBBS

Charlene Warrick
CHARLENE WARRICK

Sherell Hendrickson
SHERELL HENDRICKSON

RESIGNED FROM THE BOARD , PROMOTED
BY WALMART TO THE STATE OF PA.

RICHARD WEZNER

Edie Harrington
EDIE HARRINGTON