

NO0000007402

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

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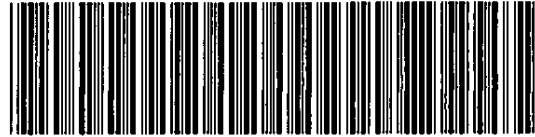
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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DEPARTMENT OF STATE

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DEC 23 2016

T. LEMIEUX

DIS

CORPORATION SERVICE COMPANY  
1201 Hays Street  
Tallahassee, FL 32301  
Phone: 850-558-1500

ACCOUNT NO. : I20000000195

REFERENCE : 438918 80690A

AUTHORIZATION :

COST LIMIT : \$35.00



ORDER DATE : December 27, 2016

ORDER TIME : 3:07 PM

ORDER NO. : 438918-005

CUSTOMER NO: 80690A

DOMESTIC FILINGS

NAME: SWS CHARITABLE FOUNDATION, INC

XX ARTICLES OF DISSOLUTION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

           CERTIFIED COPY  
XX            PLAIN STAMPED COPY  
           CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Courtney Williams - EXT# 62935

EXAMINER'S INITIALS: \_\_\_\_\_

ARTICLES OF DISSOLUTION

Pursuant to section 617.1403, Florida Statutes, SWS CHARITABLE FOUNDATION, INC., a Florida not-for-profit corporation, submits the following Articles of Dissolution:

- FIRST: The name of the corporation as currently filed with the Florida Department of State is SWS CHARITABLE FOUNDATION, INC.
- SECOND: The document number of the corporation is N00000007402.
- THIRD: The corporation has members entitled to vote on the dissolution. A resolution to dissolve the corporation was adopted by written consent of the members and executed in accordance with section 617.0701, Florida Statutes.
- FOURTH: The effective date of dissolution shall be December 31, 2016.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Dissolution this 27 day of December, 2016.

By: 

Lee F. Hager, Secretary

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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## **RESOLUTION AND PLAN OF DISTRIBUTION**

SWS CHARITABLE FOUNDATION, INC., which is a not-for-profit corporation organized under the laws of the State of Florida ("Corporation"), does, pursuant to section 617.1406, Florida Statutes, resolve to implement the Plan of Distribution (the "Plan") as outlined below.

### **RECITALS**

WHEREAS, the Corporation has members entitled to vote on dissolution and a resolution was adopted by written consent of the members to dissolve the Corporation; and

WHEREAS, in connection with such dissolution and in accordance with the requirements of section 617.1406, Florida Statutes, the Corporation desires to enter into this Plan.

NOW THEREFORE BE IT RESOLVED, that the Corporation's members have approved this Plan by written consent, and Articles of Dissolution shall be filed with the Department of State. The Plan is as follows:

- 1) The Board of Directors and members submit the Articles of Dissolution to be filed with the Department of State and the remaining assets (if any) of the Corporation shall be distributed as follows:
  - a) All liabilities and obligations of the Corporation shall be paid or discharged (in compliance with F.S. section 617.1406(3)(a));
  - b) Any asset held by the Corporation upon a condition requiring return, transfer, or conveyance, which condition occurs by reason of the proposed dissolution shall be returned, transferred, or conveyed in accordance with such requirements (in compliance with F.S. section 617.1406(3)(b));
  - c) Assets received and held by the Corporation subject to limitations permitting their use only for charitable, religious, eleemosynary, benevolent, educational, or similar purposes, but not held upon a condition requiring return, transfer, or conveyance by reason of the dissolution, shall be transferred or conveyed to one or more domestic or foreign corporations, trusts, societies, or organizations engaged in activities substantially similar to those of the dissolving corporation, as provided in the plan of distribution of assets (in compliance with F.S. section 617.1406(3)(c));
  - d) Other assets, if any, shall be distributed in accordance with the provisions of the articles of incorporation or the bylaws to the extent that the articles of incorporation or the bylaws determine the distributive rights of members, or any class or classes of members, or provide for distribution to others (in compliance with F.S. section 617.1406(3)(d); and

- e) Any remaining assets shall be distributed to such persons, trusts, societies, organizations, or domestic or foreign corporations, whether for profit or not for profit, as specified in this plan of distribution of assets (in compliance with F.S. section 617.1406(3)(e)).
- 2) In accordance with the above Plan, the following distributions shall be made:
- Section 1(a): None.
- Section 1(b): None.
- Section 1(c): None.
- Section 1(d): None.
- Section 1(e): None.
- 3) To the extent that this Plan contradicts the articles of incorporation or the bylaws of the Corporation, this Plan shall be deemed an amendment thereto. In particular, the Board of Directors in office at the time of the execution of this Plan shall continue as the Board of Directors until dissolution is complete regardless of any term limits relating to such board members.

By my signature below, I, being the Secretary of the Corporation on this 27 day of December, 2016 hereby certify compliance with the requirements contained in Section 617.1406(1) of the Florida Statutes as it relates to the above Plan of Distribution.

By:   
Lee F. Hager, Secretary