

NO10000006939

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(Address)

(Address)

(City/State/Zip/Phone #)

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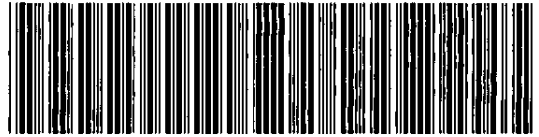
(Business Entity Name)

(Document Number)

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DIVISION OF CORPORATIONS  
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**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** DAVID WILKES FOUNDATION, INC.

**DOCUMENT NUMBER:** \_\_\_\_\_

The enclosed **Articles of Dissolution** and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

BENJAMIN G. PASTER, ESQ.

(Name of Contact Person)

PASTER & HARPOOTIAN, LTD.

(Firm/Company)

1000 CHAPEL VIEW BLVD., SUITE 220

(Address)

CRANSTON, RI 02920

(City/State and Zip Code)

For further information concerning this matter, please call:

BENJAMIN G. PASTER

(Name of Contact Person)

at ( 401 ) 455-9800

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- ☒ \$35 Filing Fee    ☐ \$43.75 Filing Fee & Certificate of Status    ☐ \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed)    ☐ \$52.50 Filing Fee, Certificate of Status & Certified Copy (Additional copy is enclosed)

**MAILING ADDRESS:**

Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**STREET ADDRESS:**

Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

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### ARTICLES OF DISSOLUTION

Pursuant to section 617.1403, Florida Statutes, this 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:

DAVID WILKES FOUNDATION, INC.

SECOND: The document number of the corporation (if known): N 01000006939

THIRD: Adoption of Dissolution  
**(COMPLETE SECTION I OR II)**

#### SECTION I

**If the corporation has members entitled to vote:**

(CHECK/COMPLETE ONE)

☐ The date of the meeting of members at which the resolution to dissolve was adopted  
\_\_\_\_\_ The number of votes cast by the  
members was sufficient for approval.

☐ The resolution was adopted by written consent of the members and executed in  
accordance with section 617.0701, Florida Statutes.

#### SECTION II

**If the corporation has no members or members entitled to vote on the dissolution:**

The corporation has no members or members entitled to vote on the dissolution.

The date of adoption of the resolution by the board of directors was January 1, 2009

The number of directors in office was 1 and the vote for resolution was  
1 for and 0 against. (must be a majority vote)

FOURTH: Effective date of dissolution if applicable: \_\_\_\_\_  
(no more than 90 days after dissolution file date)

Signature David Wilkes  
(By the chairman or vice chairman of the board, president or other officer- if directors have not been selected, by an incorporator- if in the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary.)

DAVID WILKES  
(Typed or printed name of the person signing)

PRESIDENT  
(Title of person signing)

**FILING FEE: \$35**

**PLAN OF DISTRIBUTION OF ASSETS  
OF  
DAVID WILKES FOUNDATION, INC.**

**PURSUANT TO SECTION 617.1406 OF THE FLORIDA STATUTES**

Pursuant to resolutions dated January 1, 2009, the sole member of the Board of Directors of DAVID WILKES FOUNDATION, INC., a Florida nonprofit corporation (hereinafter the "Company"), has consented to the following plan for the complete dissolution of the Company.

1. PLAN OF DISTRIBUTION OF ASSETS. The Company shall be completely dissolved in the manner stated herein.

2. LIABILITIES AND OBLIGATIONS. All liabilities and obligations of the Company shall be paid and discharged or adequate provisions made therefor.

3. ASSETS.

a. Assets held by the Company upon condition requiring return, transfer, or conveyance, which condition occurs by reason of the dissolution, shall be returned, transferred, or conveyed in accordance with such requirements.

b. 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, trust, societies, or organizations engaged in activities substantially similar to those of the Company as provided herein.

c. Other assets, if any, shall be distributed in accordance with the provisions of the Articles of Incorporation, as amended, or the Bylaws of the Company, to one or more non-profit funds, foundations, or corporations which are organized and operated exclusively for charitable, educational, religious, and/or scientific purposes and which have established tax exempt status under section 501(c)(3) of the Internal Revenue Code.

d. Any remaining assets shall be distributed to such persons, trusts, societies, organizations, or domestic or foreign corporations which are organized and operated exclusively for the purposes specified in section 501(c)(3) of the Internal Revenue Code.

4. AUTHORIZATION OF NECESSARY ACTS. The officers of the Company and its Director, as directors and as trustees in the dissolution of the Company, are hereby authorized to do and perform such acts, execute and deliver such documents, and do all other things as may be reasonably necessary or advisable to accomplish this plan of distribution of assets.

**WRITTEN CONSENT OF**  
**THE SOLE MEMBER OF THE BOARD OF DIRECTORS OF**  
**DAVID WILKES FOUNDATION, INC.**

The undersigned, being the sole member of the Board of Directors of DAVID WILKES FOUNDATION, INC., a Florida nonprofit corporation (the "Corporation"), hereby takes the following action by written consent and adopts the following resolutions in accordance with Florida statutes:

**RESOLVED:** That the acts of the officers and director of the Corporation since the last Written Consent of the Director be, and the same hereby are, approved, ratified and confirmed.

**RESOLVED:** That the Corporation, having completed its purposes as a charitable nonprofit corporation, be, and hereby is, dissolved and that the Plan of Distribution of Assets attached hereto and made a part hereof be, and it hereby is, approved, ratified and confirmed.

**RESOLVED:** That the President, Vice President, Secretary, and Treasurer of the Corporation be, and each hereby is, acting singly, authorized, empowered and directed to do and perform all things and to execute any and all documents and instruments as each of them shall, in his sole discretion, deem to be necessary to effectuate the foregoing resolutions.

Executed and made effective as of the 1<sup>st</sup> day of January, 2009.

  
\_\_\_\_\_  
David Wilkes, Director