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March 18, 2005

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

**RE: Palm City Church of Christ, Inc.**

Dear Representative:

Enclosed are:

1. Articles of Dissolution of Palm City Church of Christ, Inc.
2. Check in the amount of \$35.00 as the filing fee.

If you have any questions, or need additional information, please call.

Very truly yours,



Kenneth A. Norman  
KAN/klm  
Enclosures

# **ARTICLES OF DISSOLUTION OF PALM CITY CHURCH OF CHRIST, INC.**

Pursuant to Section 617.1403 of the Florida Statutes, the undersigned corporation adopts these Articles of Dissolution.

## **ARTICLE I**

The name of the corporation is PALM CITY CHURCH OF CHRIST, INC.

## **ARTICLE II**

The following resolution to dissolve the corporation was unanimously adopted by the vote of the Board of Directors on January 21, 2005, (with members of the Corporation not being entitled to vote on the issue of dissolution of the corporation) with all four of the members of the Board of Directors being in attendance at the meeting of the Board of Directors and all four members of the Board of Directors unanimously voting to approve the following resolution (no Directors voted against the resolutions), and with the unanimous vote of the Board of Directors being a sufficient number of votes to pass the following resolutions:

**WHEREAS**, by unanimous vote of the Board of Directors of PALM CITY CHURCH OF CHRIST, INC. on the 21st day of January, 2005, the Board of Directors adopted the following resolution to dissolve; **NOW, THEREFORE**, it is

**RESOLVED**, that the corporation shall be dissolved effective upon 28<sup>th</sup> day of February, 2005 in accordance with the following plan of liquidation:

## **PLAN OF LIQUIDATION**

1. The following plan of liquidation is hereby adopted for the assembling and marshaling of the assets of the corporation, the paying of or making adequate provisions for the creditors and debtors of the corporation, and the portioning of the remaining assets among the shareholders according to their respective interests.

2. All liabilities and obligations of the corporation will be paid or discharged, or adequate provision will be made therefor.

3. Gerald Smith, as Chairman of the Board of Directors, is hereby authorized to sell any or all of those assets on the terms and conditions, and for such consideration, that they deem reasonable or expedient, and to execute such instruments that are necessary to transfer title to such assets.

4. After the provision for, or the payment of, the known debts and liabilities of the corporation, Gerald Smith, as Chairman of the Board of Directors, is authorized and directed to distribute the remaining assets of the corporation to the Stuart Church of Christ, Inc., a Florida not for profit corporation, which is exempt from federal income taxation pursuant to Section 501 (c)(3) of the Internal Revenue Code of 1986, as amended.

5. That Gerald Smith, as Chairman of the Board of Directors, is hereby authorized to do such acts and to take such steps as may be necessary or convenient to carry out this plan of liquidation including, but not limited to, the execution of such instruments as may be required to vest title to the assets of this corporation in the Stuart Church of Christ, Inc.

DATED: 2/1, 2005.

PALM CITY CHURCH OF CHRIST, INC., a  
Florida corporation

By: 

Gerald Smith, Chairman