

NO3000008354

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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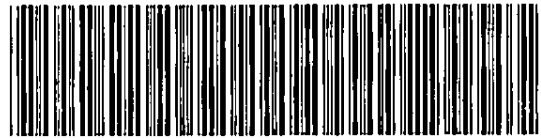
(Business Entity Name)

(Document Number)

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Dissolution

DEC 19 2019

D CUSHING

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: SAN SOUCI BASEBALL FOUNDATION, INC.

DOCUMENT NUMBER: N03000008354

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

Please return all correspondence concerning this matter to the following:

JAMES A. BLEDSOE, JR.

(Name of Contact Person)

SAN SOUCI BASEBALL FOUNDATION INC.

(Firm/Company)

501 RIVERSIDE AVENUE, SUITE 903

(Address)

JACKSONVILLE, FLORIDA 32202

(City/State and Zip Code)

For further information concerning this matter, please call:

JAMES A. BLEDSOE, JR.

(Name of Contact Person)

at (904) _____
(Area Code)

398-1818
(Daytime Telephone Number)

Enclosed is a check for the following amount:

- | | | | |
|--|--|---|--|
| <input type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed) | <input checked="" type="checkbox"/> \$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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DIVISION OF CORPORATIONS
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BLEDSON, JACOBSON, SCHMIDT,
WRIGHT & SUSSMAN

ATTORNEYS AT LAW

BLEDSON & SCHMIDT, P.A.

JAMES A. BLEDSON, JR.
TERRANCE E. SCHMIDT

501 RIVERSIDE AVENUE
SUITE 903
JACKSONVILLE, FLORIDA 32202

TELEPHONE (904) 398-1818
FACSIMILE (904) 398-7073

JACOBSON, WRIGHT & SUSSMAN, P.A.

SAMUEL S. JACOBSON
STEPHANIE A. SUSSMAN
KENNETH B. WRIGHT*

*BOARD CERTIFIED CIVIL TRIAL LAWYER

November 21, 2019

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32314

By United States Mail

Re: San Souci Baseball Foundation, Inc.
Document Number: N03000008354

To Whom it may concern:

I enclose the attached Affidavit and Certificate of Compliance to go along with the Articles of Dissolution that has been previously mailed with our firm's check (copies enclosed) in the above referenced matter.

Very truly yours,

James A. Bledson, Jr.

James A. Bledson, Jr.

JAB:tls
Enclosures

2019 DEC -4 PM 12:27

RECEIVED

December 8, 2015

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:
SAN SOUCI BASEBALL FOUNDATION, INC.

SECOND: The document number of the corporation (if known): N03000008354

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 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 October 22, 2019.

The number of directors in office was 3 and the vote for resolution was 3 for and 0 against. (Must be a majority vote)

FOURTH Effective date of dissolution, if applicable: NOVEMBER 30, 2019

(no more than 90 days after dissolution file date)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

Signature: James A. Bledsoe Jr.

(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)

James A. Bledsoe Jr.

(Typed or printed name of person signing)

Director- Secretary

(Title of person signing)

Filing Fee: \$35

FILED
STATE
DEPT OF
CORPORATIONS
19 NOV 22 PM 4:43

AFFIDAVIT AND CERTIFICATE OF COMPLIANCE

STATE OF FLORIDA

COUNTY OF DUVAL

The undersigned, James A. Bledsoe, Jr., in his capacity as Secretary of Sans Souci Baseball Foundation, Inc., a Florida non-profit corporation, states and certifies as follows:

1. He is Secretary of Sans Souci Baseball Foundation, Inc., and is authorized to execute this Affidavit and Certificate of Compliance.

2. He has personal knowledge of the matters stated herein.

3. On October 22, 2019, the Board of Directors of Sans Souci Baseball Foundation, Inc., adopted by unanimous vote Articles of Dissolution and Plan for Distribution of Assets Sans Souci Baseball Foundation, Inc., a true and correct copy of which is attached hereto as Exhibit A.

4. Sans Souci Baseball Foundation, Inc., did not have members entitled to vote on the attached Articles of Dissolution and Plan for Distribution of Assets Sans Souci Baseball Foundation, Inc.

5. By unanimous vote of its Board of Directors, Sans Souci Baseball Foundation, Inc., has complied with subsection 2 of Section 617.406, Florida Statutes.

6. All the assets of Sans Souci Baseball Foundation, Inc., have been distributed in accordance with the attached Articles of Dissolution and Plan for Distribution of Assets Sans Souci Baseball Foundation, Inc.

7. This Affidavit and Certificate of Compliance is being made in accordance with subsection 4 of Section 617.406, Florida Statutes, in connection with the Notice of Corporate Dissolution of Sans Souci Baseball Foundation, Inc., submitted to the

Department of State, State of Florida.

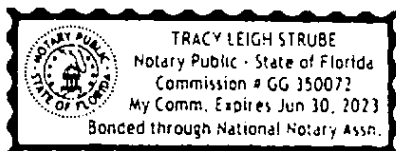
SIGNED AND DATED ON THIS 21st DAY OF NOVEMBER, 2019, IN
JACKSONVILLE, DUVAL COUNTY, FLORIDA

SANS SOUCI BASEBALL FOUNDATION, INC.

By. James A. Bledsoe, Jr.
James A. Bledsoe, Jr.
Its Secretary

ACKNOWLEDGMENT

BEFORE ME, the undersigned authority, on November 21, 2019, personally appeared James A. Bledsoe, Jr., who is personally known to me, and who, after first being duly sworn, stated that the foregoing statements are true and correct and executed this Affidavit and Certificate of Compliance on behalf of Sans Souci Baseball Foundation, Inc., for the purposes stated therein.



Tracy Leigh Strube
Notary Public, State of Florida

**ARTICLES OF DISSOLUTION AND PLAN FOR DISTRIBUTION OF ASSETS
SANS SOUCI BASEBALL FOUNDATION, INC.,**

WHEREAS, The undersigned three (3) persons, being all of the directors of Sans Souci Baseball Foundation, Inc., a non-profit Florida corporation ("Corporation"), acting pursuant to the Corporation's By-Laws and Chapter 617, Florida Statutes, and by consent of all members of the Board of Directors on October ^{21st} 22, 2019, hereby find as follows:

A. The Corporation is a Florida non-profit corporation, which filed its Articles of Incorporation with the Department of State, State of Florida, on or about September 24, 2003, Document No. N03000008354;

B. The Corporation is a tax-exempt organization within the meaning of Section 501(c)(3) of the Internal Revenue Code;

C. The Corporation does not have members entitled to vote;

D. The Corporation was administratively dissolved by the State of Florida on September 23, 2016;

E. The Corporation has been inactive since September 23, 2016;

F. The Corporation has not received any contributions or donations since September 23, 2016;

G. The Corporation's only assets are funds in its Account No. 0038980525, with Regions Bank, ("Bank Account"), in the amount of \$2,775.55 ("Funds");

H. The Corporation's only creditor is Bledsoe, Schmidt & Wilkinson, P.A., to which it owes \$152.50 ("Creditor");

I. The purposes for which the Corporation was formed are no longer capable

of being attained and the Corporation should be voluntarily dissolved;

J. The Corporation wishes to distribute its assets for an exempt purpose within the meaning of Section 501(c)(3) of the Internal Revenue Code to a corporation engaged in activities substantially similar to those of the Corporation; and

K. The Jacksonville Rugby Football Club, Inc., is a Florida non-profit corporation and a tax-exempt organization within the meaning of Section 501(c)(3) of the Internal Revenue Code, and is engaged in activities substantially similar to those of the Corporation.

Accordingly, in consideration of the foregoing premises, by written consent of all members of the Board of Directors of Sans Souci Baseball Foundation, Inc., and upon unanimous approval of all directors, it is

HEREBY RESOLVED:

1. From its Funds, the Corporation shall pay the Creditor \$152.50 which constitutes payment of the full amount owed;

2. After payment of its Creditor, the Corporation shall distribute the remaining Funds in the Bank Account to the Jacksonville Rugby Football Club, Inc., for deposit into the Jacksonville Rugby Football Club Building Fund account at 121 Financial Credit Union, Jacksonville, Florida, for the purposes of development of a youth rugby playing field.

3. The Corporation shall thereafter close the Bank Account.

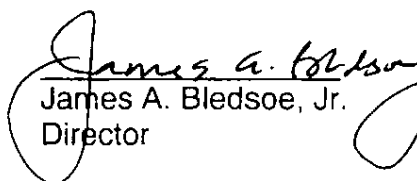
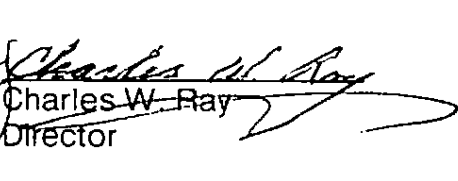
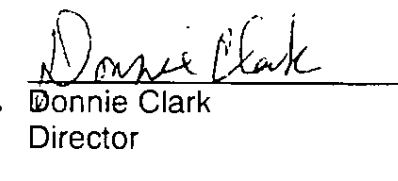
4. The Corporation shall file its final income tax return with the U.S. Internal Revenue Service.

5. The Corporation shall notify the State of Florida, Department of State, that it has been voluntarily dissolved.

6. The effective date of the voluntary dissolution shall be November 30, 2019.

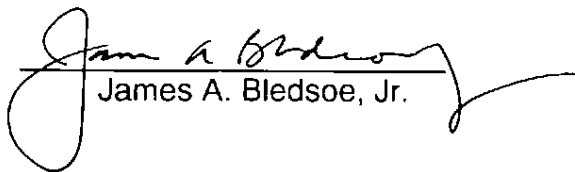
7. James A. Bledsoe, Jr., is authorized to act on behalf of the Corporation in taking such acts as may be necessary to perform the acts described in paragraphs 1 through 5 above and otherwise wind up the affairs of the Corporation.

DATED this 22nd day of October, 2019, in Jacksonville, Florida.

 James A. Bledsoe, Jr. Director	 Charles W. Ray Director	 Donnie Clark Director
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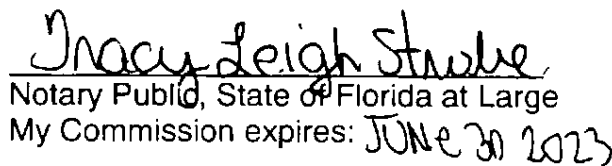
CERTIFICATE OF INCUMBENCY

As Secretary of Sans Souci Baseball Foundation, Inc., I hereby certify that James A. Bledsoe, Jr., Charles W. Ray, and Donnie Clark constitute all of the directors of the Sans Souci Baseball Foundation, Inc., and, as such, are authorized to execute the foregoing Articles of Dissolution and Plan for Dissolution of the Assets for Sans Souci Baseball Foundation, Inc.


James A. Bledsoe, Jr.

STATE OF FLORIDA
COUNTY OF DUVAL

BEFORE ME, the undersigned authority personally appeared James A. Bledsoe, Jr., who is personally known to me who executed the foregoing instrument for the purpose stated therein on this 22 day of October X, 2019, at Jacksonville, Duval County, Florida.


Notary Public, State of Florida at Large
My Commission expires: JUNE 30, 2023

