

1201 HAYS STREET
TALLAHASSEE, FL 32301-2607

800-342-8086

904-222-9177
904-222-0333 FAX

NO 3384



ACCOUNT NO. : 072100000032

REFERENCE : 203946 5017100

AUTHORIZATION : *Patricia P. J. J.*

COST LIMIT : \$ 87.50

ORDER DATE : December 27, 1996

ORDER TIME : 3:49 PM

ORDER NO. : 203946-005

100002040651--7

CUSTOMER NO: 5017100

CUSTOMER: Robert W. Bible, Jr., Esq
Lopez & Kelly, P.a.
Suite 500
4600 West Cypress Street
Tampa, FL 33607

DOMESTIC FILINGS

NAME: JOSEPH CASTELLANO VALENTI, JR.
FOUNDATION, INC.

XX ARTICLES OF DISSOLUTION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schrader

EXAMINER'S INITIALS:

Voluntarily Dissolved 11/7/97 DC

FILED
96 DEC 30 PM 3:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 30, 1996

CSC NETWORKS
DEBORAH SCHRODER
TALLAHASSEE, FL

SUBJECT: JOSEPH CASTELLANO VALENTI, JR. FOUNDATION, INC.
Ref. Number: N03384

RECEIVED
97 JAN -7 PM 12:09
DIVISION OF CORPORATIONS
RESUBMIT
Please give original
submission date as file date.

We have received your document for JOSEPH CASTELLANO VALENTI, JR. FOUNDATION, INC. and the authorization to debit your account in the amount of \$87.50. However, the document has not been filed and is being returned for the following:

Articles of Dissolution for a nonprofit corporation must comply with either section 617.1401 or 617.1403, Florida Statutes.

The Plan of Liquidation, Dissolution and Distribution of Assets must be signed as follows:

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers. *needs original*

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6906.

Darlene Connell
Corporate Specialist

Letter Number: 596A00057654

ARTICLES OF VOLUNTARY DISSOLUTION

OF

JOSEPH CASTELLANO VALENTI, JR. FOUNDATION, INC.
a Not-For-Profit Corporation

FILED
96 DEC 30 PM 3:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Florida Statute Sections 617.1403 and 617.1406, JOSEPH CASTELLANO VALENTI, JR. FOUNDATION, INC., a Florida Not-For-Profit Corporation, hereby files these Articles of Dissolution:

1. The name of the Corporation is JOSEPH CASTELLANO VALENTI, JR. FOUNDATION, INC. (the "Corporation").

2. The date of the filing of the Corporation's Articles of Incorporation is June 1, 1984.

3. All debts, liabilities and obligations of the Corporation have been paid or discharged, or adequate provisions have been made therefor.

4. The date of the meeting of members and Directors at which the resolution to dissolve was adopted was December 19, 1996. The resolution was adopted by written consent and executed in accordance with Florida Statute §617.0701 and Florida Statute §617.0821.

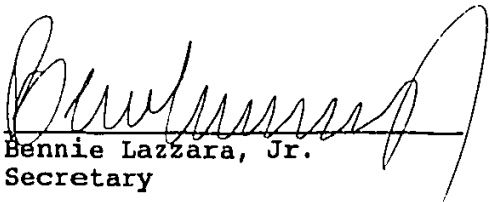
5. Attached hereto is a true and correct copy of the Plan of Liquidation, Dissolution and Distribution of Assets (the "Plan") adopted by the members and directors on December 19, 1996, and pursuant to which the Corporation shall apply and distribute its assets. The Plan was adopted by unanimous written consent and executed in accordance with Florida Statute §617.0701, Florida Statute §617.0821 and Florida Statute §617.1406.

DATED: this 19th day of December, 1996.

ATTEST:

JOSEPH CASTELLANO VALENTI, JR.
FOUNDATION, INC., a Not-For
Profit Corporation

BY:


Bennie Lazzara, Jr.
Secretary

BY:


Betty L. Valenti
President

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

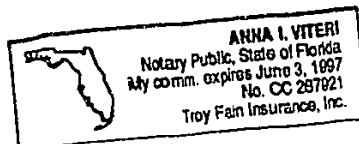
The foregoing instrument was acknowledged before me this 18th day of December, 1996, by BETTY L. VALENTI, as President of JOSEPH CASTELLANO VALENTI, JR. FOUNDATION, INC., a Florida Not-For-Profit Corporation, on behalf of the Corporation. She is personally known to me or who has produced Florida Driver's License _____ as identification and who did [did not] take an oath.



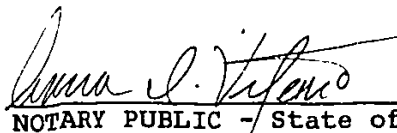
NOTARY PUBLIC - State of Florida

My Commission Expires:

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

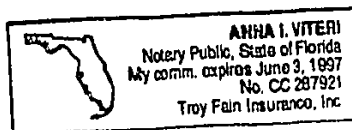


The foregoing instrument was acknowledged before me this 19th day of December, 1996, by BENNY LAZZARA, JR., as Secretary of JOSEPH CASTELLANO VALENTI, JR. FOUNDATION, INC., a Florida Not-For-Profit Corporation, on behalf of the Corporation. He is personally known to me or who has produced Florida Driver's License _____ as identification and who did [did not] take an oath.



NOTARY PUBLIC - State of Florida

My Commission Expires:



**PLAN OF LIQUIDATION, DISSOLUTION
AND DISTRIBUTION OF ASSETS**

This Plan of Liquidation, Dissolution and Distribution of Assets of JOSEPH CASTELLANO VALENTI, JR. FOUNDATION, INC., a Florida Not-For-Profit Corporation (called "Corporation"), adopted this 19TH day of December, 1996.

W I T N E S S E T H :

WHEREAS, the Directors and Members of the Corporation deem it advisable to liquidate and dissolve the Corporation.

NOW, THEREFORE, the Corporation shall be liquidated and dissolved and its assets distributed as follows:

1. This Plan shall become effective upon approval by the Members and Directors of the Corporation, by written consent, in compliance with Sections 617.1402, 617.1406, 617.0701 and 617.0821 of the Florida Not-For-Profit Corporation Act.

2. Upon adoption of this Plan, the officers of the Corporation shall proceed with a voluntary dissolution of the Corporation under the laws of the State of Florida.

3. The Corporation shall cease conducting its affairs, shall wind up its affairs and shall completely liquidate within the meaning of and in accordance with Sections 617.1405 and 617.1406 of the Florida Not-For-Profit Corporation Act.

4. The officers of the Corporation are hereby authorized and directed to pay and discharge all liabilities and obligations of the Corporation, or make adequate provision therefor, in accordance with Florida Statutes Section 617.1406.

5. The officers of the Corporation are hereby authorized to distribute to The Children's Home, Inc, 10909 Memorial Highway, Tampa, Florida 33615, an organization exempt from Florida income tax under Section 501(c)(3) of the Internal Revenue Code, in accordance with Florida Statute Section 617.1406, any and all remaining assets of the Corporation, less such assets as in the judgment of the Directors and officers of the Corporation should be


retained to satisfy all debts, fees, expenses and liabilities of the Corporation. Any and all assets not used for the payment of the Corporation's liabilities and obligations shall be distributed to the Children's Home, Inc.

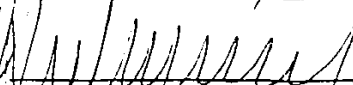
6. Within the time required by law, the officers shall cause to be filed final Form 990-PF with the appropriate District Director of Internal Revenue.


7. In order to carry out this Plan, the officers are hereby authorized to execute, deliver and/or file any and all documents and to take any and all actions which the officers deem necessary or advisable.

8. The officers, Directors and Members, and each of them, are hereby indemnified and held harmless from all claims, expenses and liabilities resulting from any action taken in good faith in carrying out this Plan.

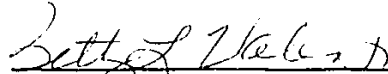
DIRECTOR:

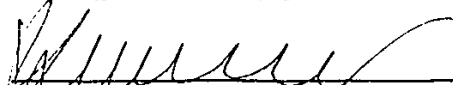

BETTY L. VALENTI, Chairman
Date: 12-18-96



BENNIE LAZZARA, JR.
Date: 12-19-96


MARTIN E. BOWKER
Date: 12/18/96

MEMBERS:


BETTY L. VALENTI, President
Date: 12-18-96


BENNIE LAZZARA, JR., Secretary
Date: 12-19-96


MARTIN E. BOWKER
Date: 12/18/96