

OCT-11-07

04:40PM

FROM-Akerman Senterfitt P.A.

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P.001/007

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DISSOLUTION OR WITHDRAWAL

LIBERTY BAPTIST CHURCH OF ST JOHN'S COUNTY INC

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October 3, 2007

FLORIDA DEPARTMENT OF STATE
Division of Corporations

LIBERTY BAPTIST CHURCH OF ST JOHN'S COUNTY INC
2220 CR 210, WEST SUITE #100
BOX 117
ST JOHNS, FL 32259

SUBJECT: LIBERTY BAPTIST CHURCH OF ST JOHN'S COUNTY INC
REF: N04000006339

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Our records indicate the current name of the entity is as it appears on the enclosed computer printout. Please correct the name throughout the document.

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

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T-830 P 003/000 F-917
SECRETARY OF STATE
TALLAHASSEE FLORIDA

**ARTICLES OF DISSOLUTION
FOR
LIBERTY BAPTIST CHURCH OF ST. JOHN'S COUNTY FLORIDA INC**

These Articles of Dissolution are filed pursuant to Florida Statute Section 617.1403, to reflect a dissolution of Liberty Baptist Church of St. John's County Florida Inc, a Florida not-for-profit corporation (the "Corporation"), and in connection therewith, the undersigned Authorized Representative of the Corporation, hereby sets forth as follows:

1. The name of the Corporation is Liberty Baptist Church of St. John's County Florida Inc. The Corporation was assigned document number N04000006339.
2. The Articles of Dissolution of the Corporation have been authorized and approved by a majority of the Corporation on September 19, 2007. The number of votes cast for dissolution was sufficient for approval.
3. Upon the filing of these Articles of Dissolution by the Florida Department of State, the Corporation shall be deemed to be dissolved accordingly.
4. All known debts, liabilities, and obligations of the Corporation have been paid and discharged, or adequate provision has been made therefor.
5. All remaining property and assets have been distributed among the members of the Corporation in accordance with their respective rights and interest.
6. There are no suits pending against the Corporation in any court.

DATED as of this 11 day of October, 2007.

**LIBERTY BAPTIST CHURCH OF ST. JOHN'S
COUNTY FLORIDA INC**

By: MB Ramondetta

Michael B. Ramondetta,
Authorized Representative

LIBERTY BAPTIST CHURCH OF ST. JOHN'S COUNTY FLORIDA INC.

**CERTIFICATE PURSUANT TO
SECTION 617.1406(4), FLORIDA STATUTES**

The undersigned Authorized Representative of Liberty Baptist Church of St. John's County Florida Inc. ("Liberty"), pursuant to Section 617.1406(4), Florida Statutes, as amended, hereby certifies:

1. I am the Authorized Representative of Liberty duly appointed by the board of directors of Liberty (the "Directors").
2. Attached hereto as Exhibit A is a true and correct copy of the Plan of Complete Dissolution and Liquidation of Liberty (the "Plan") duly adopted and approved by a resolution of the Directors.
3. The Plan was submitted to the members of Liberty at a duly called meeting held on September 19, 2007. At such meeting, the Plan was duly adopted by at least a majority vote of the members present at such meeting.

Date: This 19 day of September, 2007


MICHAEL B. RAMONDETTA

OCT-11-07 04:40PM FROM-Akerman Senterfitt, P.A.

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EXHIBIT A
THE PLAN

**PLAN OF COMPLETE LIQUIDATION AND DISSOLUTION
OF
LIBERTY BAPTIST CHURCH OF ST. JOHN'S COUNTY FLORIDA INC.**

The undersigned, being all of the members of the board of directors (the "Directors") of **LIBERTY BAPTIST CHURCH OF ST. JOHN'S COUNTY FLORIDA INC.**, a Florida not-for-profit corporation ("Liberty"), do hereby adopt this **PLAN OF COMPLETE LIQUIDATION AND DISSOLUTION** (this "Plan"), by written action effective as of the 19 day of September, 2007

WHEREAS, the Directors and the members of Liberty have determined that the complete liquidation and dissolution of Liberty is in the best interests of Liberty; and

WHEREAS, the Directors have appointed Michael B. Ramondetta as the Authorized Representative (the "Authorized Representative") to authorize and direct the complete liquidation and dissolution of Liberty in accordance with the Section 617.1406 and directs the Authorized Representative to distribute Liberty's assets in liquidation and dissolve as herein provided.

NOW THEREFORE, the parties hereby agree as follows:

1. The Authorized Representative shall file Articles of Dissolution with the Florida Secretary of State and take any and all other steps as may be necessary or appropriate to complete the termination of the existence of Liberty, including, without limitation, the closing of any and all bank accounts held in the name of Liberty.

2. Upon the filing of such Articles of Dissolution, the Authorized Representative is authorized and directed to proceed promptly to provide for: all liabilities and obligations of Liberty be paid and discharged, or adequate provisions be made therefor; assets held by Liberty upon condition requiring return, transfer or conveyance, which condition occurs by reason of the dissolution, be returned, transferred or conveyed in accordance with such requirements; assets received and held by Liberty 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 dissolution, be transferred or conveyed to Lighthouse Baptist Church of Switzerland, Inc. ("Lighthouse"); and any remaining assets, if any, be distributed or conveyed to Lighthouse.

3. The Authorized Representative is authorized and directed to execute and deliver on behalf of Liberty, all deeds, bills of sale, contracts, assignments, and other instruments as may be required or desirable in order to effect the distribution of Liberty's property and assets as herein described.

4. The Authorized Representative, in accordance with Section 617.1406(4), Florida Statutes, as amended, is authorized and directed to file a copy of the Plan with the Department of State of the State of Florida.

5. The Authorized Representative is empowered, authorized and directed to carry out the provisions of this Plan and to take such actions as he deems necessary or desirable to achieve the liquidation and dissolution of Liberty in accordance with the interests of the shareholders in adopting this Plan.

IN WITNESS WHEREOF, the parties hereto, constituting all of the Directors, have caused this Plan of Complete Liquidation and Dissolution to be executed effective as of the date first written above.


MICHAEL B. RAMONDETTA


JOEL R. KAVANAUGH


PETER B. PISCITELLI


PETER G. POPE