

NO5543

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October 9, 1998

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 30399

FILED
98 OCT -9 PM 4:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: Filing documents for Lockheed Employees
Recreation of Association Lockheed Space
Operations, Inc.

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-10/12/98--01001--021
*****35.00 *****35.00

Dear Sirs or Madam:

Enclosed are the following documents for filing with the Division of Corporations along with our check for the filing fee in the amount of \$35.00:

1. Articles of Dissolution
2. Plan of Distribution of Assets of Lockheed Employees
Recreation of Association Lockheed Space Operations, Inc.

Please call should you have any questions.

Sincerely,



Cass D. Vickers

CDV/bg

cc: Christopher M. Holland, Esq.
encls.

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

98 OCT -9 PM 4:11

RECEIVED

Diss.

10-12-98

cc

ARTICLES OF DISSOLUTION

Pursuant to section 617.1403, Florida Statutes, this Florida nonprofit corporation submits the following Articles of Dissolution:

FIRST: The name of the corporation is Lockheed Employees Recreation Association,
Lockheed Space Operations, Inc.

SECOND: Adoption of dissolution
(Complete Section I or II)

SECTION I

If the corporation has members entitled to vote:

The date of the meeting of members at which the resolution to dissolve was adopted was
25 September 1998

(CHECK ONE)

☐ The number of votes cast for dissolution was sufficient for approval.

☒ The resolution was adopted by written consent and executed in accordance with
617.0701, Florida Statutes.

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SECTION II

If the corporation has no members or members with voting rights:

The corporation has no members or members with voting rights.

The date of adoption of the resolution by the board of directors was August , 1998

The number of directors in office was 6 and the vote for the resolution
was 6 for and -0- against.

Signed this _____ day of August, 19 98

Signature Wanda Redmond
(By the Chairman or Vice Chairman of the Board, President or other officer)

Wanda Redmond
Typed or printed name

Chairman of the Board
Title

**PLAN OF DISTRIBUTION OF ASSETS
OF
LOCKHEED EMPLOYEES RECREATION ASSOCIATION
LOCKHEED SPACE OPERATIONS, INC.**

1. Plan of Distribution of Assets. This Plan of Distribution of Assets (the Plan) is adopted pursuant to Florida Statutes s. 617.1406 and is intended to provide for the distribution of the assets of Lockheed Employees Recreation Association, Lockheed Space Operations, Inc., a Florida corporation not for profit (the Company), in a manner consistent with Chapter 617, Florida Statutes and the Company's articles of incorporation.

2. Approval. The Plan was adopted by the Board of Directors of the Company by resolution dated 25 September, 1998, with the approval of a majority of the directors then in office.

3. Liabilities. There are no liabilities or obligations of the Company outstanding to the knowledge of the members of the Board of Directors. The assets of the Company shall be liquidated and if any such liabilities or obligations are subsequently discovered, the proceeds of liquidation shall, subject to any security or other agreements providing for a different distribution, be applied to the discharge of such liabilities and obligations, or if insufficient to pay them in full, then paying the creditors of the Company, excluding affiliates of the Company, in a pro rata manner based upon each creditor's claim as a percentage of the sum of all claims against the Company excluding claims of affiliates of the Company.

4. Assets. Assets remaining after payment of the Company's liabilities and obligations as above provided shall be distributed as follows:

(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 Company 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, trusts, societies, or organizations engaged in activities substantially similar to those of the Company; and

(c) Any other assets shall be distributed in accordance with the provisions of the articles of incorporation or bylaws of the Company.

5. **Filing and Certification of Compliance.** The undersigned officer hereby authenticates the foregoing as a true copy of the Plan of Distribution of Assets of the Company and certifies that it has been adopted by the Board of Directors in compliance with the requirements of Florida Statutes s. 617.1406(1) or (2). The Plan, including this authentication and certificate of compliance, shall be filed with the Department of State.

Authentication/Certificate of Compliance

By: Wanda Redmond
As its Chairman of the Board