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**DISSOLUTION OR WITHDRAWAL
THOMPSON-HARTFORD FOUNDATION, INC.**

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H22000007394 3

THE THOMPSON-HARTFORD FOUNDATION, INC.

ARTICLES OF DISSOLUTION

Pursuant to the applicable provisions of Chapter 617, Florida Statutes (the "Florida Not for Profit Corporation Act"), The Thompson-Hartford Foundation, Inc., a Florida not for profit corporation, hereby submits the following Articles of Dissolution:

1. The name of the corporation as currently on file with the Florida Department of State is: The Thompson-Hartford Foundation, Inc. (hereinafter, the "Corporation").
2. The document number of the Corporation is: N06090003149.
3. The file date of the Corporation's Articles of Incorporation is: March 20, 2006.
4. The Corporation has made provision for the payment of all debts, obligations, and expenses.
5. The Corporation has no members or members entitled to vote on the dissolution. The date of adoption of the resolution to dissolve by the Corporation's Board of Directors was December 1, 2021. The Corporation's resolution to dissolve was adopted by the unanimous written consent of the Corporation's Directors executed in accordance with section 617.0821, Florida Statutes.
6. The Corporation's Plan of Complete Liquidation and Dissolution is attached hereto as Exhibit A.

The Corporation's dissolution shall be effective upon the filing of these Articles of Dissolution.

THE THOMPSON-HARTFORD FOUNDATION, INC.

By: Nyiah J. Thompson
Title: Director, President, and Secretary

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STATE DEPARTMENT OF STATE
DIVISION OF CORPORATE AFFAIRS

H22000007394 3

EXHIBIT A

**PLAN OF COMPLETE LIQUIDATION AND DISSOLUTION
OF
THE THOMPSON-HARTFORD FOUNDATION, INC.**

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 OFFICE OF THE
 CLERK OF THE
 SUPREME COURT
 OF THE STATE OF
 FLORIDA

This Plan of Complete Liquidation and Dissolution (the "Plan") provides for the complete liquidation and dissolution of THE THOMPSON-HARTFORD FOUNDATION, INC., a Florida nonprofit corporation (the "Foundation"), as follows:

1. Reserve for Liabilities. The Foundation shall pay, or shall make adequate provision for payment of, all known liabilities of the Foundation (including expenses of the liquidation and dissolution of the Foundation) and shall set aside such assets as the directors determine to be reasonably necessary for payment of unascertained or contingent liabilities of the Foundation.

2. Distribution of Restricted Assets. The Foundation does not hold any assets upon a condition requiring return or transfer by reason of the dissolution of the Foundation.

3. Distributions in Liquidation. The Foundation's Articles of Incorporation provides that any disposition made of the assets of the Foundation shall be such as is calculated exclusively to carry out the objects and purposes for which the Foundation is formed. Thus, in accordance with the purposes of the Foundation being to operate exclusively for religious, charitable, scientific, literary, or educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended ("IRC"), all assets of the Foundation net of all liabilities provided for in paragraphs 1 and 2, shall be distributed to all of the public charitable institutions to which the Foundation is obligated under previously existing charitable pledges, and the balance of the Foundation's net assets shall be distributed to a donor advised fund established by Nylah J. Thompson and Harold L. Hartford under the Fidelity Investments Charitable Gift Fund, an organization described in IRC Sections 501(c)(3) and 170(b)(1)(A)(vi), to support religious, charitable, scientific, literary, or educational purposes.

4. Completion of Liquidation. The consummation of the transactions contemplated in paragraphs 1, 2, and 3 are intended to constitute the complete liquidation of the Foundation and shall be accomplished in full as soon as reasonably practical.

5. Dissolution. Promptly after the consummation of the transactions contemplated in paragraphs 1, 2, and 3, the Foundation shall (i) cause Articles of Dissolution to be prepared, executed, and filed with the Secretary of State of Florida with a copy of the Plan attached; (ii) give notice to the Internal Revenue Service of the termination of its private foundation status; and (iii) take all steps necessary to file its final tax return.

6. Notice to Attorney General. The Foundation shall provide notice of its dissolution to the Office of the Attorney General of Florida with a copy of its final tax return as filed.

7. Adoption of Plan by Board. The Plan shall become effective upon its approval and adoption by the affirmative vote or unanimous written consent of the Board of Directors of the Foundation.

H22000007394 3