

NO6 000006506

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

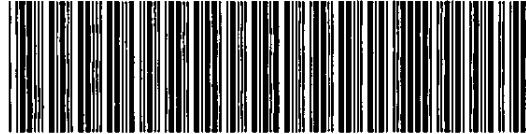
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



400274846704

07/10/15--01022--013 **35.00

JUL 15 2014

C. CARROTHERS

2015 JUL 10 AM 11:03
CLERK OF STATE
TALLAHASSEE, FLORIDA

FILED



BRYAN CAVE LLP One Metropolitan Square, 211 North Broadway, Suite 3600, St. Louis, MO 63102-2750

T 314 259 2000 F 314 259 2020 bryancave.com

July 8, 2015

Paula L. Robinson

Paralegal

Direct: 314/259-2663

Fax: 314/552-8663

paula@bryancave.com

VIA OVERNIGHT MAIL

Florida Secretary of State
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

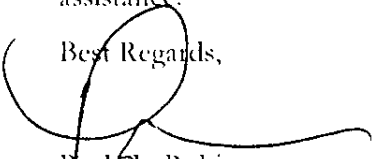
Re: Pets Alive Puerto Rico, Inc. (the "Company")

Dear Sir or Madam:

Enclosed please find Articles of Dissolution on behalf of the Company. Also enclosed is a check in the amount of \$35.00 to cover the filing fee. Please handle in your usual manner, and when complete, please forward the filed copy to the attention of the undersigned in the enclosed overnight delivery envelope.

Should you have any questions, please do not hesitate to contact me. Thank you for your assistance.

Best Regards,



Paula L. Robinson
Paralegal

Enclosures

cc: Keith H. Kehrer

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Articles of Dissolution

DOCUMENT NUMBER: N06000006506

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

Please return all correspondence concerning this matter to the following:

Joaquin Moreno

(Name of Contact Person)

Bryan Cave LLP

(Firm/Company)

200 South Biscayne Boulevard, Suite 400

(Address)

Miami, FL 33131-5354

(City/State and Zip Code)

For further information concerning this matter, please call:

Keith Kehr

(Name of Contact Person)

at 314

(Area Code)

259-2063

(Daytime Telephone Number)

Enclosed is a check for the following amount:

- | | | | |
|---|--|---|---|
| <input checked="" 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 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

2015 JUL 10 AM 11:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

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 is **PETS ALIVE PUERTO RICO, INC.**

SECOND: The document number of the corporation is N06000006506.

THIRD: The corporation has no members or members with voting rights.

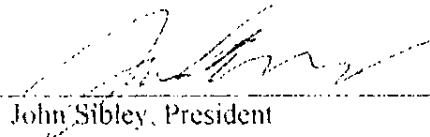
The date of adoption of the resolution by the board of directors was June 1, 2015.

The number of directors in office was four and the vote for the resolution was four (4) for and none (0) against.

The Plan of Distribution of Assets attached hereto as **Exhibit A** was duly adopted by the board of directors of the corporation.

FOURTH: The dissolution shall be effective upon filing.

Signed this 2nd day of July, 2015



John Sibley, President

EXHIBIT A

PLAN OF DISTRIBUTION OF ASSETS

This Plan of Distribution of Assets of Pets Alive Puerto Rico, Inc., a Florida not for profit corporation (the "Corporation"), has been formulated in accordance with Section 617.406 of the Florida Not For Profit Act and Article IX of the articles of incorporation of the Corporation, which states:

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, distribute all of the assets of the corporation to one or more organizations then qualified under Code Section 501(c)(3) selected by the Board of Directors of the Corporation.

Said Plan of Distribution of Assets is as follows:

1. Plan of Liquidation. The Corporation will cease the active conduct of its business and wind up its affairs and will distribute all of its assets, consisting almost exclusively of real and personal property, including a house and pet facilities, located in Puerto Rico, in complete liquidation of the Corporation, less any assets retained to meet claims.

2. Liabilities and Obligations. All liabilities and obligations of the Corporation shall be paid and discharged, or adequate provisions shall be made therefor.

3. Assets Held upon Condition. Assets held by the Corporation 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.

4. Assets Subject to Limitations. Assets received and held by the Corporation 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 Corporation.

5. **Distribution to Members or Others.** Other assets, if any, shall be distributed in accordance with the provisions of the articles of incorporation or bylaws to the extent such provisions determine the distributive rights of members, or any class or classes of members, or provide for distribution to others.

6. **Remaining Assets.** All other and remaining assets shall be distributed in accordance with the articles of incorporation of the Corporation. Article IX of the articles of incorporation provides that the Board of Directors shall determine where the assets shall be distributed on dissolution exclusively for the purposes of the Corporation. The Corporation's remaining assets, consisting almost exclusively of real and personal property, including a house and pet facilities, located in Puerto Rico, shall be distributed to Pets Alive, Inc., a New York nonprofit corporation qualified under Section 501(c)(3) of the Code with a similar purpose as the Corporation's Purpose, in any manner that is commercially reasonable.

7. **Dissolution.** The Officers and Directors of the Corporation shall proceed with the voluntary dissolution of the Corporation under the laws of the State of Florida at such time and may withdraw the Corporation from qualification in any other state whenever they deem such action appropriate. No further consents of the Directors shall be required.

* * * * *

Notice of Corporate Dissolution

This notice is submitted by the dissolved corporation named below for resolution of payment of unknown claims against this corporation as provided in s. 617.1407, F.S.

This "Notice of Corporate Dissolution" is optional and is not required when filing a voluntary dissolution.

Name of Corporation: Pets Alive Puerto Rico, Inc.

*Date of dissolution will be the date the dissolution is filed with the Department of State or as specified in the **Articles of Dissolution**.*

Description of information that must be included in a claim:

Name of Claimant

Nature of Claim

Date of Occurrence

Amount of Claim

Parties Involved

Mailing address where claims can be sent: (Claims cannot be sent to the Division of Corporations)

Keith J. Kehrer

Bryan Cave LLP

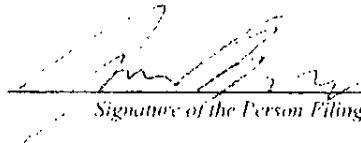
200 South Biscayne Boulevard, Suite 400

Miami, FL 33131-5354

A claim against the above named corporation will be barred unless a proceeding to enforce the claim is commenced within 4 years after the filing of this notice.

John Sibley

Printed Name of the Person Filing


Signature of the Person Filing

Fee: No charge if included with Articles of Dissolution. If filed separately \$35.00