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DISSOLUTION OR WITHDRAWAL
SYMMETRY SCHOOL FOUNDATION, INC.

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ARTICLES OF DISSOLUTION
OF
SYMMETRY SCHOOL FOUNDATION, INC.

The undersigned, Symmetry School Foundation, Inc., Florida non-profit corporation, desires to dissolve its corporate status pursuant to Section 617.1403 of the Florida Not for Profit Business Corporations Act, and hereby states as follows:

ARTICLE I - NAME OF CORPORATION

The name of the corporation is Symmetry School Foundation, Inc.
(hereinafter referred to as the "Corporation").

ARTICLE II - DATE OF AUTHORIZATION

The Corporation has no members entitled to vote on dissolution. The meeting of the Board of Directors of the Corporation authorizing the dissolution of the Corporation was held on September 14, 2011, at which a quorum was present and the vote for the resolution was unanimous. The number of directors then in office was nine (9).

ARTICLE III - EFFECTIVE DATE

The effective date of the dissolution of the Corporation shall be as of the date of filing with the Florida Secretary of State.

IN WITNESS WHEREOF, Symmetry School Foundation, Inc. has caused these Articles of Dissolution to be executed on its behalf on this 14 day of September, 2011.

SYMMETRY SCHOOL FOUNDATION, INC.

By: 

Marty Steinberg
President

PLAN OF DISTRIBUTION

SYMMETRY SCHOOL FOUNDATION, INC.

This Plan of Distribution shall be implemented by the officers of Symmetry School Foundation, Inc., a Florida nonprofit corporation (the "Foundation") in connection with the dissolution of the Foundation.

1. All liabilities and obligations of the Foundation will be paid and discharged, or adequate provisions be made therefor;
2. Assets held by the Foundation 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;
3. Assets received and held by the Foundation 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, be transferred or conveyed to the Dan Marino Foundation, Inc. and the Miami Dade Foundation, Inc., both non-profit 501(c)(3) corporation to be used solely for the purpose of supporting, fulfilling and advancing the educational and social needs of emotionally fragile, high functioning children with neurobiological disorders;
4. The undersigned President of the Foundation hereby certifies that the Foundation has complied with the provisions of Section 617.1406(1) of the Florida Not for Profit Act; and
5. A copy of this Plan of Distribution authenticated by an officer of the Foundation shall be filed with the Department of State.

IN WITNESS WHEREOF, the undersigned officer of the Symmetry School Foundation, Inc. has executed this Plan of Distribution in accordance with Section 617.1406 of the Florida Not for Profit Corporation Act this 14 day of September, 2011.

SYMMETRY SCHOOL FOUNDATION, INC.

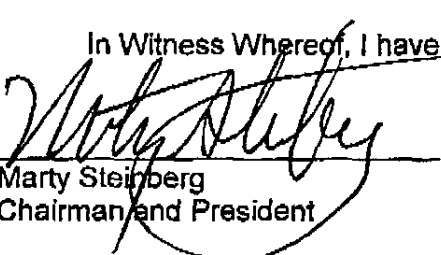
By:

Marty Steinberg
President

CERTIFICATION

For purposes of Section 617.1406(4) of the Florida Not For Profit Corporation Act, I, Marty Steinberg, Chairman of the Board of Directors and President of Symmetry School Foundation, Inc. (the "Foundation"), hereby certify under penalties of perjury that the foregoing Plan of Dissolution was duly adopted by a majority vote of the Board of Directors of the Foundation at a special meeting held on September 14, 2011, and further certify that the provisions of Section 617.1406, subsections 1 and 2, have been duly complied with by the Foundation.

In Witness Whereof, I have hereto set my hand this 14 day of September, 2011


Marty Steinberg
Chairman and President