

ND6000009957

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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PICK-UP

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WAIT

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MAIL

(Business Entity Name)

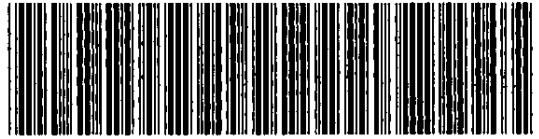
(Document Number)

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VD/With Plans

FILED
10 APR 16 AM 10:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Roberts APR 16 2010



FLORIDA DEPARTMENT OF STATE
Division of Corporations

March 31, 2010

MICHELE SPARKMAN
ANTHONY & MIDDLEBROOK, P.C.
4501 MERLOT AVE
GRAPEVINE, TX 76051

SUBJECT: COVER THE EARTH, INC.
Ref. Number: N06000009957

We have received your document for COVER THE EARTH, INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The current name of the entity is as referenced above. Please correct your document accordingly.

The document must have original signatures.

We are enclosing the proper form(s) with instructions for your convenience.

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

If you have any questions concerning the filing of your document, please call (850) 245-6892.

Tina Roberts
Regulatory Specialist II

Letter Number: 110A00007922



MICHELE V. SPARKMAN

Attorney at Law

STATE BAR OF TEXAS

michele@amlawteam.com

April 13, 2010

Florida Department of State
Amendment Section
Division of Corporations
Attn: Tina Roberts, Regulatory Specialist II
P.O. Box 6327
Tallahassee, Florida 32314

Re: Corrected Dissolution Documents for Cover the Earth, Inc.
Letter Number 110A00007922

Ms. Roberts:

We are in receipt of your letter dated March 31, 2010 regarding the need for Cover the Earth, Inc.'s dissolution documents to be corrected. We have made the corrections as indicated in the letter and the corrected documents are attached.

If you have any questions or concerns, please do not hesitate to contact me.

Sincerely,
ANTHONY & MIDDLEBROOK, P.C.

Michele Sparkman
For the Firm

Enclosures: as stated

RECEIVED
2010 APR 16 AM 8:00
OFFICE OF THE
CLERK OF THE
SUPREME COURT
TALLAHASSEE, FLORIDA

**ARTICLES OF DISSOLUTION OF
COVER THE EARTH, INC.
a 501(c)(3) Nonprofit Corporation**

FILED
10 APR 16 AM 10:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to section 617.1403, Florida Statutes, this Florida not for profit corporation submits the following Articles of Dissolution:

**ARTICLE I
NAME**

The name of the corporation as currently filed with the Florida Department of State is Cover the Earth, Inc. ("Corporation").

**ARTICLE II
DOCUMENT NUMBER**

The document number of the corporation is N06000009957.

**ARTICLE III
DISSOLUTION**

The Board of Directors of the Corporation voted to dissolve the Corporation at the annual meeting of the Board of Directors on August 3, 2009, where the number of votes cast for dissolution was unanimous in favor of dissolution.

**ARTICLE IV
DEBTS**

All debts, obligations, and liabilities of the corporation have been paid and discharged, or adequate provision has been made for their satisfaction.

**ARTICLE V
ASSETS**

All remaining property and assets of the corporation have been transferred, conveyed, or distributed in accordance with the provisions of the Corporation's plan of distribution.

ARTICLE SIX

A Plan of Distribution of Assets was unanimously adopted by the Board of Directors on the 23rd day of March, 2010. There are no members entitled to vote.

IN WITNESS WHEREOF, I have hereunto set my hand this 16th day of April, 2010.

Russell R Benson
Printed Name: RUSSELL BENSON
Officer Position: VICE President

**PLAN OF DISTRIBUTION OF ASSETS OF
COVER THE EARTH, INC.**
a 501(c)(3) nonprofit corporation

On the 23rd day of March, 2010, the Board of Directors of Cover the Earth, Inc., (the "Corporation"), adopted a resolution recommending this Plan of Distribution of Assets upon dissolution of the Corporation by unanimous written consent.

ARTICLE ONE

All liabilities and obligations of the Corporation will be paid and discharged, or adequate provisions will be made therefore.

ARTICLE TWO

Assets held by the Corporation upon condition requiring return, transfer, or conveyance, which condition occurs by reason of the dissolution of the Corporation, will be returned, transferred, or conveyed in accordance with such requirements. Such assets are: None

ARTICLE THREE

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 to Christ for all Nations, a California nonprofit corporation. Such assets are as described in Exhibit "A" attached hereto and incorporated herein as if set forth at length.

ARTICLE FOUR

Other assets, if any, will be distributed in accordance with the provisions of the articles of incorporation and bylaws to the extent that the articles of incorporation and the bylaws determine the distributive rights of members, or any class or classes of members, or provide for distribution to others.

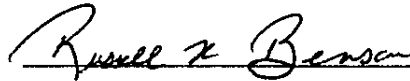
ARTICLE FIVE

Any remaining assets will be distributed to such persons, trusts, societies, organizations, or domestic or foreign corporations as specified in this Plan of Distribution of Assets.

ARTICLE SIX

A Plan of Distribution of Assets was adopted by unanimous written consent of the Board of Directors on the 23rd day of March, 2010. There are no members entitled to vote.

IN WITNESS WHEREOF, I have hereunto set my hand this 6th day of April, 2010.


Printed Name: RUSSELL BENSON
Officer Position: VICE PRESIDENT

CERTIFICATE OF AUTHENTICATION AND COMPLIANCE

I, the undersigned officer of the Corporation certify that the foregoing Plan of Distribution is, in fact, the Plan of Distribution for the Corporation, that it was adopted by a majority vote of the Board of Directors of the Corporation, and the members of the Corporation are not entitled to vote on the Plan of Distribution under the Corporation's Articles of Incorporation, Bylaws, or other governing documents.

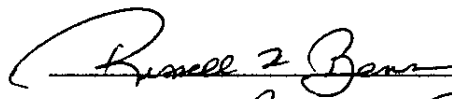

Printed Name: RUSSELL BENSON
Officer Position: VICE PRESIDENT

EXHIBIT "A"

**LIST OF ASSETS, INCLUDING REAL AND PERSONAL PROPERTY,
OF COVER THE EARTH, INC.**

REAL PROPERTY:

None.

PERSONAL BUSINESS PROPERTY:

\$169.04	Equipment or office supplies
\$2,049.98	Nikkon D200
\$1,299.00	Mac Book
\$149.95	Microsoft office 2008 home/student
\$349.00	Application for MacBook Pro Powerbook
\$334.56	Office Supplies
\$128.39	Equipment or office supplies
\$374.50	Equipment Expense
\$149.99	software
\$53.49	camera peripherals
\$266.43	Office Supplies
\$173.33	Portable power supply
\$152.53	Equipment or office supplies
\$405.21	Bible Software
\$181.89	Equipment or office supplies
\$85.59	Office Supplies
\$402.60	Office supplies
\$48.15	travel steamer
\$1,711.95	Adobe Suite Software
\$374.59	Computer equipment for
\$47.94	travel pillow
\$829.20	to repair cracked screen of laptop
\$583.13	Msc office supplies
\$128.37	Msc office supplies
\$113.72	digital voice recorder
\$1,485.00	microphone
\$74.89	Wireless Router
\$1,324.30	Laptop
	ROUTER, g, RRGBST
	Office 2007
	2 yr NB REPAIR PPP
\$1,923.81	white macbook 13.3/2.2/2x512/120/sd dl serial number W880231NZ63
	APP for Macbook air/MACBOOK/IBOOK - e/k (Serial number#
<\$107.00>	ZX708J6M2NNJX) FOR \$249.00
	returned APP FOR MACBOOKPRO/POWER BOOK Valued at \$349.00 on
	same receipt

\$101.54	no receipt
\$267.49	PTR PRTBL IP90V
\$176.85	facilities and equipment
\$1,118.15	no receipt
\$749.00	Aphex 230 Master Voice Channel Tube Mic
\$49.01	no receipt
\$61.50	DRI*4MEDIA DVD CREATOR (software license)
\$489.69	Recording equipment The Good News Radio Program
	Mackie 008466 big knob STU COMMAND SYS (SER# ML30128)
	(2) MOGAMI gold trs-trs-06 6ft patch cable
	(2) monster 1/4 in -RCA patch cable
	(2) MOGAMI gold trs-xlr(m) 6ft quad patch cable
\$3,195.74	Recording equipment The Good News Radio Program
	DIGI DESIGN rack ser#APB1035700C for \$1199.99
	extended warranty \$129.99
	SKBRLX6 ROLLX RACK CASE WITH CAST \$164.99
	(2) MOGAMI gold trs-xlr(m) 6ft quad patch cable
	MOGAMI GOLD STUDIO 6FT QUAD MIC CABLE
	YAMAHA HS50M EA 5IN PWRD OWRD STU MON (ser#NN02587)
	PGRC NEW 24 MONTH REPLACEMENT WARRANTY
	YAMAHA HS50M EA 5IN OWRD STU MON
	PGRC NEW 24 MMO REPLACEMENT WARRANTY
	LEXICON MX400 DUAL STEREO/SURROUND REVERB ROC
	(SER#01000282)
	AURALEX MOPAD MON ISO SYS
	TASCAM CDRW900SL CD REC
	STEDMAN PROSCREEN XL POP FILTER
\$568.71	no receipt
\$325.17	ONE XL-S FOR \$298.88 & a cable mini
\$137.39	no receipt
\$138.03	Battery for travel computer
\$289.98	Portable equipment for Good News Radio
	DIGI DESIGN MBOX 2 MICRO 99105806400 for \$249.99
	new 24 month ext warranty
\$837.95	Verbatim-Firelite 320GM V2
	MAC OS X V 10.5 1 LEOPARD
	TIME CAPSULE 1 TB
\$144.95	telephone equipment (smartphone experts)
\$171.32	office equipment for CTE
\$19.99	Computer supplies
\$932.04	Trade Show Display: 10 foot Big wave pop up
\$69.00	Apple wireless mighty mouse
\$79.00	Apple wireless keyboard
\$249.95	Bose companion 311 speakers
\$899.00	Apple Cinema HD display 23
\$2,499.00	Mac Book Pro 15/2.5/2x/1gb/250/512v
\$349.00	Application for MacBook Pro Powerbook w/ or w/o display
\$1,799.00	Apple CinemaHD Display 30#
\$99.00	Apple pro care new membership
\$400.00	4GB 2X2GB667DDR 2PC2-5300 SO-DIMM

\$24.95	Kingston combo portable slinky
\$49.99	Belkin 6 port firewire 400 hub v2
\$34.95	incase neoprene sleeve 15.4" -blk-furn
\$383.25	docking station for 15" macbook pro (2nd Generation)
\$302.00	computer equipment
\$349.83	Brother MFC-885CW
\$0.00	GREY CABLE
\$0.00	12 3/8 INCH WIRE BLACK
\$0.00	SAUDER 5-SHELF 72
\$233.73	Griffin universal
\$0.00	usb a/a extension
\$0.00	belkin 4 port 2.0
\$0.00	targus PA248U NOTE
\$0.00	CYBERPOWER 585VA U
\$0.00	usb a/a extension
\$44.82	portable table for outreaches/events
\$106.99	SAUDER 3-SHELF
\$128.39	HDD, OT4PLUS, 500 GB/office supplies
\$243.96	Computer supplies
\$100.80	Easel basic dual/pens, pads
\$85.59	office furniture
\$138.03	Computer supplies
\$384.00	item: GR3T 35/2TB (ESATA FW 400/800, USB 2.0) Calvary assembly of God
TOTAL:	
\$34,199.26	