

NO6 0000 11631

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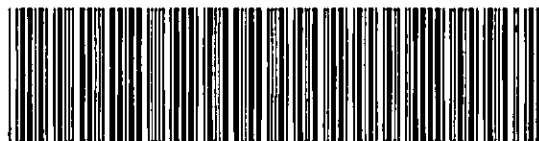
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C. BRUMBLEY

JAN 10 2022



Attorneys at Law

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December 29, 2021

VIA FEDEX

Department of State
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

Re: Dissolution of Paradise Park Co-op, Inc.
Document Number N06000011631

Dear Sir or Madam:

In connection with the dissolution of the referenced Florida not-for-profit corporation, enclosed is our firm's check in the amount of \$35.00 to cover the cost of filing the enclosed Articles of Dissolution, together with the Certification of Adoption of Plan of Dissolution, Liquidation and Termination of Paradise Park, Co-op, Inc.

If you have any questions regarding this request for filing, or if you need any additional information or documentation, please feel free to contact our office.

Sincerely yours,

ADAMS AND REESE LLP

A handwritten signature in dark ink, appearing to read "David S. Bernstein", is written over a horizontal line.

David S. Bernstein

Enclosures

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ARTICLES OF DISSOLUTION
OF
PARADISE PARK CO-OP, INC.

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 Paradise Park Co-Op, Inc.

ARTICLE II
DOCUMENT NUMBER

The document number of the corporation is N06000011631.

ARTICLE III
ADOPTION OF DISSOLUTION

The date of the meeting of the membership (also known as shareholders) at which the resolution to dissolve was adopted was March 23, 2017. The number of votes cast by the members/shareholders was sufficient for approval.

ARTICLE IV
EFFECTIVE DATE

The effective date of dissolution shall be the date of the filing of these Articles of Dissolution with the Florida Department of State, Division of Corporations.

PARADISE PARK CO-OP, INC.,
a Florida not-for-profit corporation

By: F. D. Burch
FRED BURCH, President

**CERTIFICATION OF ADOPTION OF
PLAN OF DISSOLUTION, LIQUIDATION AND
TERMINATION OF PARADISE PARK CO-OP, INC.,
a Florida not-for-profit corporation**

The undersigned FRED BURCH, as President of PARADISE PARK CO-OP, INC., a Florida not-for-profit corporation (the "Corporation"), hereby certifies that the Plan of Dissolution, Liquidation and Termination of Paradise Park Co-Op, Inc. (the "Plan"), a copy of which is attached, was adopted by the Board of Directors of the Corporation on March 8, 2017 and was adopted by the Shareholders of the Corporation on March 23, 2017.

The undersigned further certifies that the attached Plan of Dissolution, Liquidation, and Termination was adopted in compliance with the requirements of Florida Statutes Section 617.1406(1) and requests that this Certification be filed with the Florida Department of State, Division of Corporations.

The undersigned files this certificate in anticipation of the dissolution of the Corporation pursuant to the Plan following the liquidation thereof.

DATED this 22nd day of December, 2021.

PARADISE PARK CO-OP, INC.,
a Florida not-for-profit corporation

BY: F D Burch
FRED BURCH, President

Plan of Dissolution, Liquidation and Termination of Paradise Park Co-op, Inc.

This Plan of Dissolution, Liquidation and Termination (the "Plan") is to accomplish the dissolution, liquidation and termination of Paradise Park Co-op, Inc., a Florida not-for-profit corporation (the "Co-op") through the Co-op's sale and distribution of all of its assets and complete liquidation in accordance with Chapter 617, *Florida Statutes*, and the terms hereof:

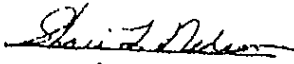
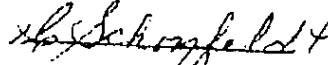
1. Formation. The Co-Op was formed and established by Articles of Incorporation filed on November 7, 2006, in the Office of the Department of State, State of Florida and governed by its cooperative documents filed with the Florida Department of Business Regulation, Division of Land Sales, Bureau of Condominiums, Cooperatives and Mobile Homes dated November 8, 2006.
2. Shareholders. The Members/Patrons ("Shareholders") own all of the issued and outstanding Shareholder Interests in the Co-op.
3. Vote. The Shareholders voted to sell the assets of the Co-op to MHC Operating Limited Partnership ("MHC") for EIGHT MILLION DOLLARS (\$8,000,000.00) by a greater than 2/3 vote of the Shareholders and authorized the Co-op to consummate said sale by written contract approved by the Board of Directors.
4. Approval. This Plan shall be considered adopted by the Co-op when it has been approved by the Board of Directors and thereafter submitted to and approved by the Shareholders of the Co-op. The approval by the Board of Directors shall be voted on by the Board of Directors at a Special Meeting of the Board of Directors on March 8, 2017. The approval by the Shareholders shall be voted on by the Shareholders at a Special Meeting of the Shareholders on March 23, 2017.
5. Cessation of Business. Upon approval of this Plan by both the Directors and Shareholders as required above, the Co-op shall continue doing business through the date of the closing of the transaction referenced above and then shall cease doing business except as necessary to protect the value of the assets, wind up its business and affairs, pay its debts and distribute its net proceeds of the sale to the Shareholders as Patronage Dividends in accordance with this Plan.
6. Sale of Assets. Following the adoption of the approval of this Plan as stated above, the Board of Directors of the Co-op shall be authorized to sell, convey, transfer and assign the real property known as Paradise Park which is owned by the Co-op, and related personal property, to MHC according to such terms as determined reasonable by the Board of Directors of the Co-op pursuant to a written contract as negotiated with MHC. The Board of Directors shall have the power to adopt the necessary resolutions and execute the necessary documents for the purpose of effecting the sale as stated above.

7. Payment of Liabilities. All known or ascertained liabilities of the Co-op shall be properly provided for or paid. If deemed appropriate, there should also be set aside, in cash, a reserve fund in the amount estimated by the Board of Directors of the Co-op for the payment of any expenses, taxes, and contingent liabilities (including expenses of liquidation and dissolution in accordance with the terms of this Plan).
8. Liquidation. Following the sale of the assets of the Co-op and the payment of all liabilities as stated herein, the Board of Directors shall be authorized to transfer and distribute the net cash proceeds remaining to the Shareholders of the Co-op as Patronage Dividends. It is estimated that each Shareholder shall receive approximately ONE HUNDRED THOUSAND DOLLARS (\$100,000.00) (U.S.) in redemption of their share as a Patronage Dividend.
9. Dissolution. As soon as practical after the transfer as authorized is complete, the Co-op shall be formally dissolved in accordance with the laws of the State of Florida. The Board of Directors shall have the power to adopt all resolutions, execute all documents, file all papers and take all other actions necessary to effect the dissolution of the Co-op.
10. Shareholder Interest. In exchange for the cash proceeds that represent his/her proprietary distribution, each Shareholder shall deliver its original Shareholder Certificate, become a leaseholder governed by Chapter 723, Florida Statutes, receive the Chapter 723 Prospectus applicable for its home site, execute a lease addendum applicable for its tenancy and undertake such other reasonable action as resolved by the Co-op in furtherance of this Plan; including, without limitation, to execute a document in form satisfactory to the Board of Directors and counsel for the Co-op whereby the Shareholder shall indemnify the Co-op on a pro rata basis for any subsequent claims against the Co-op not barred by law, including, but not limited to, claims for income, franchise, sales, documentary stamp or other taxes to the extent of distributions actually made to the Shareholder.


11. Authentication. A copy of this Plan shall be authenticated by officer's certificate and filed with the Florida Department of State.

IN WITNESS WHEREOF, the Co-op has adopted this Plan of Dissolution, Liquidation and Termination this 23rd day of March, 2017 to become effective upon ratification of the Shareholders by 2/3 vote at the Special Meeting of the Shareholders to be held.

Witnesses:

PARADISE PARK CO-OP, INC. a Florida
not-for-profit corporation


FRED BURCH, PRESIDENT

Witnesses:

Steve T. Nelson
x E. Schonfeldt

Steve T. Nelson
x E. Schonfeldt

Steve T. Nelson
x E. Schonfeldt

Steve T. Nelson
x E. Schonfeldt

Albert L. Bettencourt
ALBERT BETTENCOURT, VICE PRESIDENT

Harry Standorf
HARRY STANDORF, SECRETARY

Barry Monte
BARRY MONTE, TREASURER

Joseph R. Pontes
JOSEPH PONTES, DIRECTOR