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PAUL R. ALFIERI, P.L.

ATTORNEY AND COUNSELOR AT LAW

2401 W. CYPRESS CREEK ROAD FT. LAUDERDALE, FLORIDA 33309

PAUL R. ALFIERI, ESQ. Email: paul@alfierilaw.com TELEPHONE: (954) 315-4315 FACSIMILE: (954) 301-2622

April 10, 2013

Florida Department of State **Division of Corporations** P.O. Box 6327 Tallahassee, FL 32314

Re:

Fidelis Foundation, Inc.

Document # N07000001170

Corporate Dissolution - Effective April 30, 2013

Dear Sir or Madam:

Enclosed please find the original and one copy of the articles of dissolution and plan of distribution approved by the board of directors of Fidelis Foundation, Inc. consenting to the dissolution of the corporation pursuant to F.S.S. 617.1402-1403, said dissolution to effective April 30, 2013.

I have also included a check in the amount of \$35.00 representing the required filing fee for the articles of dissolution with your office. Please forward a certificate of dissolution together with the copy of the articles of dissolution and plan of distribution stamped filed.

If you need any additional information please feel free to contact me at the phone number or address listed above.

Thank you for your assistance in this matter.

Sincerely,

Paul R. Alfieri, Esq

PRA/lma Encis.

Fidelis Foundation, Inc.

Articles of Dissolution

Pursuant to section 617.1402 - 1403 of the Florida Statutes, this corporation submits the following articles of dissolution:

- 1. The name of the corporation is **Fidelis Foundation**, **Inc.**, and;
- 2. The effective date of dissolution is April 30, 2013 and;
- 3. The corporation has no members and the dissolution was approved by the board of directors on April 9, 2013. The number of votes cast for dissolution was sufficient for approval, and;
- 4. That all liabilities and obligations of the corporation have been paid or discharged or that adequate provision has been made therefore, and;
- 5. That all remaining property and assets of the corporation have been distributed in accordance with its articles of incorporation, and;
- 6. That there are no actions pending against the corporation in any court or that adequate provision has been made for the satisfaction of any judgment, order or decree which may be entered against it in any pending action.

Dated the 1st day of April, 2013.

Nancy/A. Beise, President and Director

of Fidelis Foundation, Inc.

Resolution of the Board of Directors

of

Fidelis Foundation, Inc.

WHEREAS, On April 9, 2013 at a meeting in which adequate notice was provided and at which a quorum was present, directors of Fidelis Foundation, Inc., a Florida nonprofit corporation, (the "Corporation") met for the purpose of approving the dissolution of the Corporation pursuant to F.S.S. 617, Sections 1402 and 1403 and approved the effective date of the dissolution of the Corporation as of April 30, 2013.

RESOLVED: That all liabilities and obligations of the Corporation have been paid or discharged or that adequate provision has been made therefore; and

FURTHER RESOLVED: That there are no remaining assets of the Corporation; and

FURTHER RESOLVED: That there are no actions pending against the Corporation in any court or that adequate provision has been made for the satisfaction of any judgment, order or decree which may be entered against it in any pending action.

FURTHER RESOLVED: That upon the effective date of the dissolution, the Corporation will have no outstanding business and have no remaining assets or debts. That the dissolution of **Fidelis Foundation**, **Inc.** pursuant to F.S.S. 617.1402 and 1403 is formally approved to become effective April 30, 2013 and the president of the Corporation is authorized to file the appropriate documents with the state of Florida, Secretary of State, Division of Corporations to effectuate the dissolution.

Dated the 9th day of April, 2013.

Name A. Beise President

Fidelis Foundation, Inc.

Articles of Dissolution

Pursuant to section 617.1402 - 1403 of the Florida Statutes, this corporation submits the following articles of dissolution:

- 1. The name of the corporation is **Fidelis Foundation**, **Inc.**, and;
- 2. The effective date of dissolution is April 30, 2013 and;
- 3. The corporation has no members and the dissolution was approved by the board of directors on April 9, 2013. The number of votes cast for dissolution was sufficient for approval, and;
- 4. That all liabilities and obligations of the corporation have been paid or discharged or that adequate provision has been made therefore, and;
- 5. That all remaining property and assets of the corporation have been distributed in accordance with its articles of incorporation, and;
- 6. That there are no actions pending against the corporation in any court or that adequate provision has been made for the satisfaction of any judgment, order or decree which may be entered against it in any pending action.

Dated the plan day of April, 2013.

Nancy A. Beise, President and Director

of Fidelis Foundation, Inc.

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SECRETARY OF STATE
TALL APPROSED FOR

Resolution of the Board of Directors

of

Fidelis Foundation, Inc.

WHEREAS, On April 9, 2013 at a meeting in which adequate notice was provided and at which a quorum was present, directors of Fidelis Foundation, Inc., a Florida nonprofit corporation, (the "Corporation") met for the purpose of approving the dissolution of the Corporation pursuant to F.S.S. 617, Sections 1402 and 1403 and approved the effective date of the dissolution of the Corporation as of April 30, 2013.

RESOLVED: That all liabilities and obligations of the Corporation have been paid or discharged or that adequate provision has been made therefore; and

FURTHER RESOLVED: That there are no remaining assets of the Corporation; and

FURTHER RESOLVED: That there are no actions pending against the Corporation in any court or that adequate provision has been made for the satisfaction of any judgment, order or decree which may be entered against it in any pending action.

FURTHER RESOLVED: That upon the effective date of the dissolution, the Corporation will have no outstanding business and have no remaining assets or debts. That the dissolution of **Fidelis Foundation**, **Inc.** pursuant to F.S.S. 617.1402 and 1403 is formally approved to become effective April 30, 2013 and the president of the Corporation is authorized to file the appropriate documents with the state of Florida, Secretary of State, Division of Corporations to effectuate the dissolution.

Dated the 9th day of April, 2013.

Nancy A. Beise Presiden