

N07000007971

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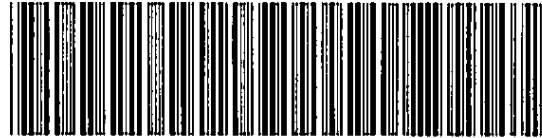
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FILED
2020 MAY 18 PM 7:17
CLERK OF SUPERIOR COURT
JULIA M. HARRIS

JUN 05 2020
S. YOUNG



The Wotitzky Law Firm

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May 14, 2020

LEO WOITZKY (1912 - 2005)
FRANK WOITZKY (1916 - 2013)

Sent Via Certified Mail Return Receipt Requested

Florida Department of State
Amendment Section
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

IN RE: Articles of Dissolution
Captain Don Cerbone Memorial Scholarship Fund Corp.
Document Number: N07000007971

Dear Amendment Section,

With regard to the Captain Don Cerbone Memorial Scholarship Fund Corp.,
Document Number: N07000007971, enclosed for your review and attention are the
following:

1. Articles of Dissolution;
2. Notice of Corporate Dissolution;
3. Resolution Authorizing Liquidation and Distribution;
4. Plan of Liquidation and Distribution of Assets; and
5. Check number 517 in the amount of \$35.00 payable to the State of
Florida.

ESTABLISHED 1940

PERSONAL INJURY • WRONGFUL DEATH • CIVIL LITIGATION • WILLS, TRUSTS & ESTATE PLANNING • PROBATE • CORPORATION & BUSINESS LAW • CONSTRUCTION LAW • ZONING, LAND USE

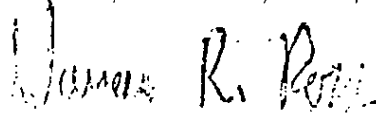
IN RE: Articles of Dissolution
Captain Don Cerbone Memorial Scholarship Fund Corp.
Document Number: N07000007971
May 14, 2020
Page 2 of 2

Please return all correspondence concerning this matter to Warren R. Ross,
Esquire, Wotitzky, Wotitzky, Ross, McKinley & Young, P.A., 1107 W. Marion Avenue,
Unit #111, Punta Gorda, Florida 33950.

Thank you for your time and consideration in regard to this matter. Should you
have any questions or concerns, please do not hesitate to contact the undersigned or
Donna Belcher at (941) 639-2171.

Very truly yours,

WOTITZKY, WOTITZKY, ROSS, MCKINLEY & YOUNG, P.A.

A handwritten signature in black ink, appearing to read "Warren R. Ross", is written over the typed name.

Warren R. Ross, Esquire

WRR/djb
Enclosures
Cc: Client

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 as currently filed with the Florida Department of State:

Captain Don Cerbone Memorial Scholarship Fund Corp.

SECOND: The document number of the corporation (if known): N07000007971

THIRD: Adoption of Dissolution
(COMPLETE SECTION I OR II)

SECTION I

If the corporation has members entitled to vote:

(CHECK/COMPLETE ONE)

☒ The date of meeting of members at which the resolution to dissolve was adopted

September 26, 2019. The number of votes cast by the members was sufficient for approval.

☐ The resolution was adopted by written consent of the members and executed in accordance with section 617.0701, Florida Statutes.

SECTION II—

If the corporation has no members or members entitled to vote on the dissolution:

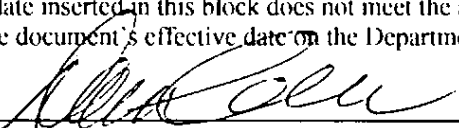
~~The corporation has no members or members entitled to vote on the dissolution:~~

~~The date of adoption of the resolution by the board of directors was _____.~~

~~The number of directors in office was _____ and the vote for resolution was _____ for and _____ against. (Must be a majority vote)~~

FOURTH Effective date of dissolution, if applicable: May 31, 2020
(no more than 90 days after dissolution file date)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

Signature: 
(By the chairman or vice chairman of the board, president or other officer- if directors have not been selected, by an incorporator- if in the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary)

DAWN CERBONE
(Typed or printed name of person signing)

SECRETARY
(Title of person signing)

Filing Fee: \$35

FILED
2020 MAY 18 PM 7:17
DEPARTMENT OF STATE
TALLAHASSEE, FL

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.

Name of Corporation: Captain Don Cerbone Memorial Scholarship Fund Corp.

Date of dissolution will be the date specified in the Articles of Dissolution.

Description of information that must be included in a claim:

Name, address, and telephone number of claimant and a description of the claim.

DAWN CERBONE
1422 PARK BEACH CIR PUNTA GORDA FL 33950
941 268 1567
DISSOLUTION OF CORPORATION

Mailing address where claims can be sent:

DAWN CERBONE, 1422 Park Beach, Punta Gorda, Florida 33950

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.

DAWN CERBONE
Printed Name of the Person Filing


Signature of the Person Filing

CAPTAIN DON CERBONE MEMORIAL SCHOLARSHIP FUND CORP.
RESOLUTION AUTHORIZING LIQUIDATION AND DISTRIBUTION

WHEREAS, the shareholders of Captain Don Cerbone Memorial Scholarship Fund Corp. (Hereafter "Corporation"), adopted a resolution to liquidate the Corporation; and

WHEREAS, the Corporation was administratively dissolved on September 25, 2015.

WHEREAS, the administrative dissolution of the corporate entity is ratified and otherwise effective as of May 31, 2020.

WHEREAS, the officers of the Corporation may sign this Resolution Authorizing Liquidation and Distribution in counterpart.

NOW, THEREFORE, be it resolved by the Board of Directors as follows:

RESOLVED, that this Board authorizes and directs the President or Secretary of the Corporation to take all actions necessary to wind up and liquidate the business and affairs of the Corporation, including the conveyance of any or all of the Corporation's assets, and to execute any documents or instruments necessary and incident to the winding up and liquidation of the Corporation, including any reports, tax returns, certificates, and affidavits required by any federal, state, or local government, including the Internal Revenue Service, in connection with or by reason of the Corporation's liquidation.

RESOLVED FURTHER, that this Board authorizes and directs the President or Secretary to distribute the assets of the Corporation in accordance with the terms and

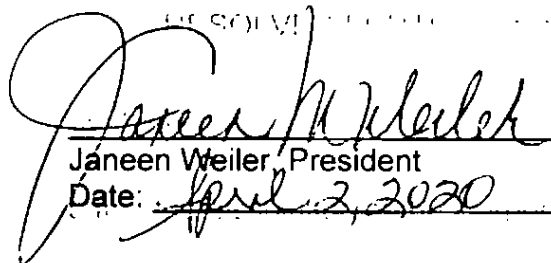
conditions set forth in the Plan of Liquidation that was adopted by the Board on Sept. 26, 2019

RESOLVED FURTHER, that the President/Secretary of the Corporation is
authorized to and directed to file all documents required by law to be filed in order to
effect the dissolution of the Corporation.

RESOLVED FURTHER, that the officers of the Corporation are authorized to
sign this Resolution Authorizing Liquidation and Distribution in counterpart.

The undersigned, being all of the directors of the Corporation, authorize by their
signatures, the foregoing Resolution. Executed on this 2nd day of

April, 2020, at _____



Janeen Weiler, President
Date: April 2, 2020

Dawn Cerbone, Secretary
Date: _____

Leslie Ekland, Treasurer
Date: _____

The undersigned, being all of the directors of the Corporation, authorize by their

conditions set forth in the Plan of Liquidation that was adopted by the Board on Sept. 26, 2019

RESOLVED FURTHER, that the President/Secretary of the Corporation is authorized to and directed to file all documents required by law to be filed in order to effect the dissolution of the Corporation.

RESOLVED FURTHER, that the officers of the Corporation are authorized to sign this Resolution Authorizing Liquidation and Distribution in counterpart.

The undersigned, being all of the directors of the Corporation, authorize by their signatures, the foregoing Resolution. Executed on this 2nd day of

April, 2020, at _____

Janeen Weiler, President
Date: _____

Dawn Cerbone
Dawn Cerbone, Secretary
Date: 4/2/20

Leslie Ekland
Leslie Ekland, Treasurer
Date: 4/2/20

**PLAN OF LIQUIDATION AND DISTRIBUTION OF ASSETS OF
CAPTAIN DON CERBONE MEMORIAL SCHOLARSHIP FUND CORP.**

Authorization for Dissolution

1. The Captain Don Cerbone Memorial Scholarship Fund Corp. (Hereafter "Corporation") was administratively dissolved on September 25, 2015.
2. The administrative dissolution of the corporate entity is ratified as of September 26, 2019. As soon as practical before that date, all creditors of the Corporation, if any, will be paid and the remaining funds distributed no later than September 1, 2020 as set forth below.

Approval and Adoption of the Plan

3. The Board of Directors of the Corporation has determined that it is in the best interests of the Corporation and of its shareholders that the liquidation of the Corporation and distribution of its assets be made pursuant to a formal, written plan of liquidation and distribution, under which the Corporation shall be formally liquidated and dissolved. All of its known debts and liabilities shall be paid or otherwise provided for, and all of its remaining property and assets shall be distributed to worthy scholarship recipients of the funds as outlined below. This dissolution and liquidation plan shall become effective on the date specified herein which is approved and adopted by the vote or written consent of the Board of Directors. The date of Board approval and adoption of the plan is hereafter called the "effective date."

Cessation of Business

4. After the effective date, the Corporation shall cease to carry on business, except to the extent necessary to properly wind up its affairs and to preserve the value

of its business and assets pending liquidation and distribution.

Sale of Assets

5. After the effective date, the Board of Directors and the Officers of the Corporation do not have any remaining assets to sell shall sell N/A (Insert list of assets to be sold if any). Any sales shall be made on the terms and conditions and for the consideration that the Board deems reasonable and in the best interests of the Corporation and its shareholders. The Board of Directors and the officers of the Corporation may execute any instruments that are necessary to transfer title to the property and assets.

Payment of Debts and Liabilities

6. Prior to making any distributions of corporate assets to the worthy recipients, as defined below, the Board of Directors and the officers shall pay all of the known or ascertainable debts and liabilities of the Corporation. The Corporation shall set aside the sum of \$2,000.00 to be used for the payment of unascertained or contingent liabilities and expenses of the Corporation, including liabilities for taxes and expenses of liquidation and dissolution. Any amount remaining in the reserve fund after payment of these liabilities and expenses shall be distributed to the shareholders according to their respective interests.

Distribution of Assets

7. After payment of, or provision for, all of the known debts and liabilities of the Corporation, the Board of Directors and officers of the Corporation shall distribute the remaining corporate assets in the following manner to worthy recipients;
- (a) Worthy recipients is defined as those who will use the funds for educational purposes within N/A months of receipt of those funds

who are deemed to be exceptional students;


- (b) The decisions as to the identity of the worth recipients of those funds (and the amount they are to receive) shall be in the sole discretion of a majority of the Board of Directors.

Powers of Directors and Officers


8. The Board of Directors and the officers of the Corporation shall carry out the provisions of this plan and shall take all actions that are necessary or advisable to effect the complete liquidation of the Corporation and its dissolution, including the execution of such instruments as may be required to vest title to the assets in the shareholders and the execution of all documents required by law to be filed to effect the dissolution of the Corporation.
9. The officers of the Corporation are authorized to sign this Plan of Liquidation and Distribution of Assets of Captain Don Cerbone Memorial Scholarship Fund Corp in counterpart.

Janeen Weiler, President

Date: _____



Dawn Cerbone, Secretary
Date: 4/2/20



Leslie Ekland, Treasurer
Date: 4/2/20

who are deemed to be exceptional students;

- (b) The decisions as to the identity of the worth recipients of those funds (and the amount they are to receive) shall be in the sole discretion of a majority of the Board of Directors.

Powers of Directors and Officers

8. The Board of Directors and the officers of the Corporation shall carry out the provisions of this plan and shall take all actions that are necessary or advisable to effect the complete liquidation of the Corporation and its dissolution, including the execution of such instruments as may be required to vest title to the assets in the shareholders and the execution of all documents required by law to be filed to effect the dissolution of the Corporation.
9. The officers of the Corporation are authorized to sign this Plan of Liquidation and Distribution of Assets of Captain Don Cerbone Memorial Scholarship Fund Corp in counterpart.


Janeen Weiler, President

Date: April 3, 2020

Dawn Cerbone, Secretary

Date: _____

Leslie Ekland, Treasurer

Date: _____

9. The officers of the Corporation are authorized to sign this Plan of Liquidation and Distribution of Assets of Captain Don Cerbone Memorial Scholarship Fund Corp in counterpart.