

NO80000008368

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(City/State/Zip/Phone #)

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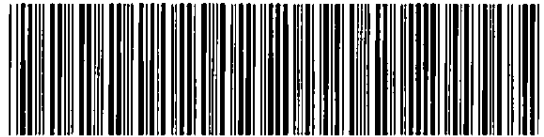
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2024 MAR -7 PM 1:15
SECRETARY OF STATE
CLERK

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Dissolution of Non Profit Family Promise of Pinellas County, Inc.

DOCUMENT NUMBER: N08000008368

The enclosed **Articles of Dissolution** and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Denis Sousa

(Name of Contact Person)

Family Promise of Pinellas County, Inc.

(Firm/Company)

740 4th Street N., #153

(Address)

St. Petersburg, FL 33701

(City/State and Zip Code)

For further information concerning this matter, please call:

Denis Sousa

at (305) 900 8524

(Name of Contact Person)

(Area Code)

(Daytime Telephone Number)

Enclosed is a check for the following amount:

☒ \$35 Filing Fee ☐ \$43.75 Filing Fee & Certificate of Status ☐ \$43.75 Filing Fee & Certified Copy
(Additional copy is enclosed) ☐ \$52.50 Filing Fee, Certificate of Status & Certified Copy
(Additional copy is enclosed)

Mailing Address:

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:

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

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:
Family Promise of Pinellas County, Inc.

SECOND: The document number of the corporation (if known): N08000008368

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
1/25/2024. 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:

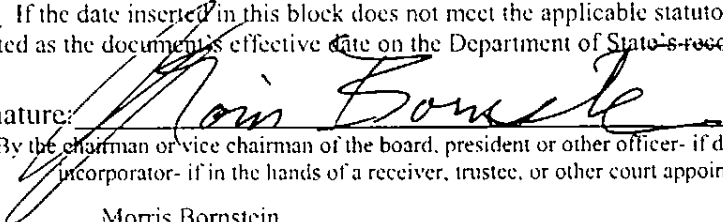
The corporation has no members or members entitled to vote on the dissolution.

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: 1/25/2024
(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)

Morris Bornstein

(Typed or printed name of person signing)

Chairman of Board of Directors

(Title of person signing)

Filing Fee: \$35

FILED
2024 MAR -7 PM 1:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Department of State
Division of Corporations
Attn: Non-Profit Dissolutions
P.O. Box 6327
Tallahassee, FL 32314

FILED
2024 MAR -7 PM 1:15
SECRETARY OF STATE
TALLAHASSEE, FL 32314

RE: Family Promise of Pinellas County, Inc., Document No. N08000008368

Dear Sir or Madam:

Enclosed please find the following:

- The Articles of Dissolution for the above-listed Entity, and Cover Letter, both prepared from your website
- A copy of the Minutes of the Board of Directors meeting at which the vote on the Motion to Dissolve was taken and approved.
- The Certification of the said Minutes
- A check payable to Florida Department of State for the filing fee for the Dissolution

Please notify me if any other information or documentation is needed, or if you have any questions. Thank you for your assistance.

Sincerely,



Denis Sousa

Executive Director

740 4th Street N., #153

St. Petersburg, FL 33701

305-900-8524

CERTIFICATION OF MOTION OF BOARD OF DIRECTORS OF FAMILY PROMISE OF
PINELLAS COUNTY, INC. REGARDING DISSOLUTION

The undersigned, the duly elected Secretary of the Board of Directors of Family Promise of Pinellas County, Inc., a Florida Not-for-Profit Corporation, does hereby certify that the following is a true and correct copy of a Resolution unanimously adopted at a Special Meeting of the Board of Directors of the said corporation, a quorum of its members being present held in Pinellas County, Florida on the 25th day of January, 2024 and that the Resolution has not been revoked by any subsequent action of the Board of Directors of said corporation, but is still in full force and effect:

RESOLVED: that it is in the Corporation's best interests to dissolve and otherwise cease operations; and

RESOLVED FURTHER: that the terms and conditions of the resolution and considerations set forth therein, are all fair and reasonable and should be and are hereby approved on behalf of the Corporation; and

BE IT RESOLVED FURTHER: that Morris Bornstein, as Chairman of the Board of Trustees of the said Corporation, be, and he is hereby authorized, empowered and directed to take such actions, and to execute any and all such documents, agreements, instruments, or certificates as may be necessary or appropriate in his discretion to consummate the above transactions.

By: Gynthia D. Kidd

Date: February 1, 2024

Its: Secretary

By: Morris Bornstein

Date: 2/1/24

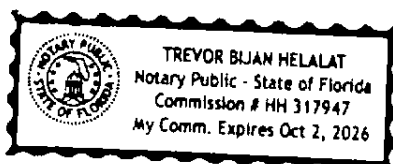
Its: Chairman

STATE OF FLORIDA

COUNTY OF Pinellas

Sworn to (or affirmed) and subscribed before me by means of physical presence this 01 day of February, 2024 by Morris Bornstein and Gynthia D. Kidd,
who produced identification.

Type of Identification Produced:



Trevor Helalat
Notary Public, State of Florida

My Commission Expires:

10/02/2026

Family Promise Board Meeting Minutes Thursday, January 25, 2024

A board and stakeholder meeting of Family Promise of Pinellas County was held on Thursday, January 25, 2024. The meeting was held via Zoom at 7:00 PM. Board President, Morry Bornstein, presided over the meeting. The meeting was recorded, and the minutes were transcribed by Secretary, Cynthia Kidd.

Board Members Attendees:

- William Carol, Morry Bornstein (President) Carol Conaway (Vice-Chair), Cynthia Kidd (Secretary), Mike Mills (Intermediate President), Cory Ocker (Treasurer), Thominsa Stewart, Meghan Wise.

Absent Board Members

- Robert Henderson and Keith Sabiel

President Morry Bornstein called the roll of board members, and a statement of conflict-of-interest attestation was conducted before start of the meeting. After the process, a quorum was established for the meeting to begin.

Opening Reflection:

Carol Conaway began by sharing a reflection with board members and stakeholders. Her reflection was based on some of the lyrics from song, "Turn, Turn, Turn"...from the biblical book of Ecclesiastes. Her words reflected on the verses, A time to tear down and a time to build up, a time to mourn and a time to dance, a time to weep and a time to laugh. She concluded by stating, never lose hope in the future keep dancing. Many lives were changed... a special thanks to our employees, guests, volunteers, and board members.

Board Chairperson, Morry Bornstein (Treasurer's Report)

Cory Ocker did provide an update financial status report to President Morry Bornstein before the meeting.

Morry shared the purpose of the meeting was to discuss the board's recommendation for dissolution of the organization. Despite the "Hercules" efforts of our Executive Director Denis Sousa, and board members our ability to sustain the fiscal and personnel portion of our organization was not a reality.

Next Morry spoke on behalf of the treasurer, Cory Ocker, who was present during the meeting. The information from the treasurer report was as follows:

- Expenditures in 188K in 2023
- Income 113 K in 2023
- Fundraising goals not met in 2023
- Utilized some carryover funds from Covid reorganization

To offset our budget shortfall in 2023 the following measures were taken:

- Sold assets (Van/trailer)
- Cut discretionary funds
- While serving families under the shelter model, prevention and stabilization funding was cut due to funding shortfalls
- Elimination of the shelter model(families with children stay at partner congregations for overnight breakfast/dinner served)
- Transition to a prevention and stabilization model

The cutbacks and elimination of the shelter model did decrease our budget by 40% but it was still not enough to maintain the needs of the organization. Our donations(December 2023) were down two-thirds from December 2022. Giving and volunteering as a nation was down drastically this year as evident by National Giving Day across America. The result is after answering some questions raised by board members, we regretfully come to conclusion after a vote to dissolve our affiliate due to significant lack of revenue and volunteer challenges. We scheduled a board meeting that included our stakeholders for January 3, 2024, and it was rescheduled for this evening, to provide an opportunity to discuss and share with our stakeholders our recommendation to dissolve as discussed and presented as a recommendation on December 15 by the Executive Committee.

Denis Sousa, Executive Director

Volunteerism for our organization has been significantly reduced this past year. Our last week of operation we had twenty-two slots that were not filled which created huge issues. Also, Giving Day which is a nation-wide initiative was down 52% across the United States.

We are 100% grassroots funded relying on funds from congregations we partner with, individual donors, and civic groups. The end of the year Christmas campaigning in 2022 brought in 32K in monies, this year the giving for the end of the year was two thirds down from the previous year. We did have two major events that brought in revenue, but they could not carry us through to sustain operations.

All assets have been distributed or liquidated. The cots are still at First United Methodist Church of Pinellas Park. The computer equipment is in Denis' storage unit. All files have been uploaded and transmitted to Family Promise Nationals. Any paper documents that remain will also be sent to the National Office.

Our shelter/prevention and stabilization model required 17K per month to fund. Full operation does include the cost of insurance to operate. This model included four employees and two volunteers. When we scaled back to prevention and stabilization only, our cost for operation was 10K monthly. There will always be a cost for operations. Morry and Denis agreed that no organization could have done more with less with what we had. We continued to work with limited funds until our reservoir ran dry.

We served 30+ families this year and prevented 70+ families from entering homelessness. We should take joy in our success and not lose sight of the good we have done for homelessness.

Floor opened to any stakeholder who wished to make comments or ask question:

(1)First Speaker Sabienevonau Lock of Unitary Church of St. Petersburg

Sabien voiced her sadness at Family Promise having to close their doors. She shared that Family Promise was one of the bright shining successes as there is no place to recommend to homeless families when they come knocking on your door.

Carol commented by sharing that our treasurer, Cory Ocker kept us apprised of the finances every step along the way. We shifted from the shelter model to prevention and stabilization and still could not sustain operations to hold us over until the next event...5K scheduled for March 2024. We sought out other organizations in the community to partner with but to no avail. Keith Sabiel, a board member as well as a City Council member in Pinellas Park worked hard to keep Family Promise afloat, but in the end all our efforts were not enough to sustain the organization.

(2)Second Speaker Erin Copeland Member of the HEAT team for Pinellas County Schools

She shared that Family Promise always had their backs when assistance was needed for families. They could call anytime, and assistance was provided. Family Promise was the best thing they had...they will deeply miss Family Promise and their gift to Pinellas County homeless students/families.

Denis Sousa shared great sentiments to Erin Copeland working with Family Promise to establish a solid relationship. We thank her for affording us an opportunity to partner with Pinellas County Schools.

(3)Third Speaker Thomasina Stewart Family Promise board member

Thomasina shared that some members of First United Methodist Church of Pinellas Park have acquired about Family Promise. She stated she informed that for now Family Promise is a shutting down mode for now. The congregation shared with her; it was good they could help!

Lastly, Denis shared that our situation was a typical "chicken before the egg" scenario. We applied for many grants and when you go through the process your books are reviewed. In our case we needed monies to fund our operation whereas the grants called for being able to sustain before monies are awarded.

In December we received a generous donation from a foundation, but as a board to stay in good faith our consensus was that the funds should not be spent as we had made a recommendation for dissolution of our affiliate. If we were still in operation, the funds could help our budget, but not enough to carry us through the financial shortcomings. Since these funds cannot be returned it remains to be seen how we will dispose of the funds(check).

Board Vote on Dissolution Resolution

Since this recommendation came from the executive committee, there is not a need to make another recommendation as it can stand on its own.

Board Chair Morry Bornstein requested a Motion be made to accept the recommendation from the executive committee board to dissolve the Family Promise Chapter of Pinellas County.

Moved by Carol with deep regrets and seconded by Cory.

Roll call vote was taken individually with each board member present, responding verbally (I). The final vote was unanimous vote of (I) from all present board members...no opposers. The motion is carried.

Denis Sousa, Executive Director (Dissolution Timeline)

Denis shared that we have specifics tasks we must take care of as we prepare for closing. The requirements include the following:

- 501 3C Federal Government completing paperwork
- State of Florida requirements for dissolution of a nonprofit organization
- 90 days to complete the process in its entirety
- Denis is working as a consultant for the board, which was effective on December 31, 2023, until January 31, 2024
- After January 31, 2024 Denis will no longer be a consultant and work for close out will be done other board members and volunteers
- Morry has reached out to a Certified Public Accountant (CPA) that will guide us through the final process

Denis shared that 501 3C and Family Promise requirements are inclusive of closing out everything for our affiliate. Morry has obtained the dissolution form and has been reading the information. He has prepared an attestation form to be signed by the board secretary, Cynthia Kidd.

A further meeting will be scheduled to discuss determination of left over funds.

Closing Reflection, Cynthia Kidd

As we bid farewell to this chapter, let us carry forward the spirit of togetherness and continue making a positive impact wherever life takes us. Our outreach program may be closing, but the friendships and memories we have created will remain with us, reminding us that working together is indeed the truest form of success.

Board President Morry Bornstein shared that he is profoundly grateful to all for financial support, volunteerism, and other acts of kindness. He ended the meeting wishing all good health and fulfillment.

Motion to adjourn the meeting by Morry. Moved by Carol and seconded by Cynthia.

Meeting adjourned at 7:47 PM

Next Board Meeting January 30, 2024, at 7:00 PM Via Zoom.