

N1400000 8118

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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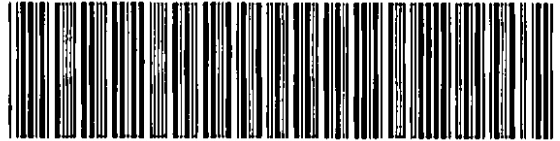
(Business Entity Name)

(Document Number)

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R. WHITE  
MAR 14 2020

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**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** Dissolution of Quest Academy Gifted Advisory Council, Inc.

**DOCUMENT NUMBER:** N14000008118

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

Please return all correspondence concerning this matter to the following:

Attn: Michael Mateer

\_\_\_\_\_  
(Name of Contact Person)

Quest Academy Gifted Advisory Council, Inc.

\_\_\_\_\_  
(Firm/Company)

13400 Elgin Blvd.

\_\_\_\_\_  
(Address)

Spring Hill, FL 34609

\_\_\_\_\_  
(City/State and Zip Code)

For further information concerning this matter, please call:

Michael Mateer

\_\_\_\_\_  
(Name of Contact Person)

at ( 703 )

\_\_\_\_\_  
(Area Code)

887-4406

\_\_\_\_\_  
(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:  
Quest Gifted Advisory Council, Inc.

SECOND: The document number of the corporation (if known): N14000008118

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

\_\_\_\_\_. 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 1/9/20

The number of directors in office was 3 and the vote for resolution was 3 for and 0 against. (Must be a majority vote)

FOURTH Effective date of dissolution, if applicable: 5/8/20  
(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)

Ray Hedderson

(Typed or printed name of person signing)

President

(Title of person signing)

Filing Fee: \$35

**RESOLUTION TO DISSOLVE  
QUEST ACADEMY GIFTED ADVISORY COUNCIL, INC.**

We, the undersigned, being all the Directors of Quest Academy Gifted Advisory Council, Inc., organized and existing under the laws of Florida, and having its principal place of business at 13400 Elgin Blvd., Spring Hill, Florida 34609 (the "Corporation"), hereby certify that the following is a true and correct copy of a resolution duly adopted at a meeting of the Directors of the Corporation duly held and convened on January 09, 2020, at which a quorum of the Board of Directors was present and voting throughout, and that such resolution has not been modified, rescinded or revoked, and is at present in full force and effect:

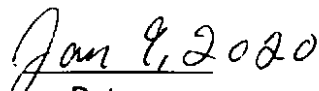
Therefore, it is resolved:

That the Corporation be dissolved, effective May 8, 2020. Further, the Directors adopt the attached Plan of Distribution for distribution of any Corporation assets that may remain as of the effective date.

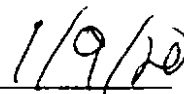
By affirmative votes noted as signatures below, a majority vote of the Members of Quest Academy Gifted Advisory Council, Inc. with authority to bind the Corporation approves the form and content of this resolution, to be effective immediately.

**DIRECTORS**

  
\_\_\_\_\_  
Ray Hedderson, President

  
\_\_\_\_\_  
Date

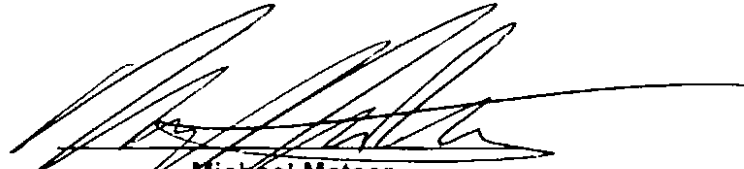
  
\_\_\_\_\_  
Michael Mateer, Treasurer

  
\_\_\_\_\_  
Date

Circle this L.S. as there is no corporate seal.

# CERTIFICATE

The Treasurer of the Corporation (the Secretary being unavailable) hereby certifies that he/she is the duly elected and qualified Treasurer of Quest Academy Gifted Advisory Council, Inc. and certifies that the above is a true and correct record of the resolution that was duly adopted by the Directors of the Corporation on January 09, 2020.




Michael Mateer  
Treasurer

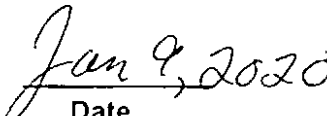
## Plan of Distribution

In accordance with Section 617.1406 of the Florida Statutes, the Directors adopt this plan for distribution of assets. Note that the Corporation has no members that are entitled to vote on a plan of distribution.

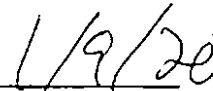
- (a) **Liabilities** - *All liabilities and obligations of the Corporation be paid and discharged.* The Corporation's liabilities will be paid. These liabilities include: Payment to accounting firm for 2019 and 2020 tax year tax filings; payment for any ongoing services until cancelled; and payment of filing fees for notice of dissolution.
- (b) **Return** - *Assets held by the Corporation upon condition requiring return, transfer, or conveyance, which condition occurs by reason of the dissolution, be returned, transferred, or conveyed in accordance with such requirements.* The Corporation has no such assets.
- (c) **Assets Subject to Limitations** - *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, be transferred or conveyed to one or more domestic or foreign corporations, trusts, societies, or organizations engaged in activities substantially similar to those of the dissolving corporation, as provided in the plan of distribution of assets.* The Corporation has no assets subject to limitations other than those contained in its own Articles of Incorporation and in state and federal law. All remaining assets will be distributed to the **Hernando County Education Foundation**, a 501(c)(3) organization doing charitable work for the gifted in Hernando county, however, which is an activity substantially similar to the Corporation's activities.
- (d) **Distributions Required by Articles or Bylaws** - *Other assets, if any, be distributed in accordance with the provisions of the articles of incorporation or the bylaws to the extent that the articles of incorporation or the bylaws determine the distributive rights of members, or any class or classes of members, or provide for distribution to others.* The Corporation's Articles of Incorporation and Bylaws do not specify what must be done with assets during dissolution. All remaining assets will be distributed to the **Hernando County Education Foundation**, with instructions to utilize the assets in accordance with the Corporation's purpose.
- (e) **Remainder** - *Any remaining assets be distributed to such persons, trusts, societies, organizations, or domestic or foreign corporations, whether for profit or not for profit, as specified in the plan of distribution of assets.* The Corporation will distribute all remaining assets to the **Hernando County Education Foundation**, which is a 501(c)(3) corporation doing charitable work for the education of individuals in Hernando County, Florida. The Board directs that these funds be used by the Hernando County Education Foundation for purposes that benefit the social and emotional health of "gifted" (as this term is defined by the Florida Department of Education, currently at Florida Administrative Code 6A-6.03019) children in Hernando County.

DIRECTORS

  
Ray Hedderson, President

  
Date

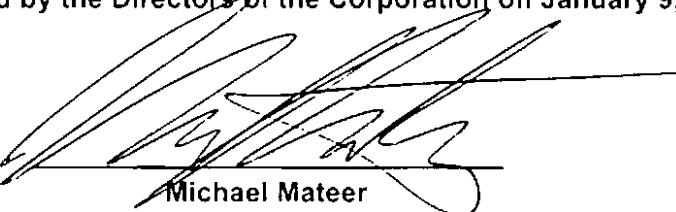
  
Michael Mateer, Treasurer

  
Date

 Circle this L.S. as there is no corporate seal.

CERTIFICATE

The Treasurer of the Corporation (the Secretary being unavailable) hereby certifies that he/she is the duly elected and qualified Treasurer of Quest Academy Gifted Advisory Council, Inc. and certifies that the above is a true and correct record of the Plan of Distribution that was duly adopted by the Directors of the Corporation on January 9, 2020.

  
Michael Mateer  
Treasurer