

Florida Department of State
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P.A.

14-2759/DBW

DISSOLUTION OR WITHDRAWAL
SUNCOAST EYE CENTER FOUNDATION, INC.

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**ARTICLES OF DISSOLUTION
OF
SUNCOAST EYE CENTER FOUNDATION, INC.**

Pursuant to the provisions of Sections 617.1402(1) and 607.1403 of the Florida Not For Profit Corporation Act, the undersigned not for profit corporation adopts the following Articles of Dissolution for the purpose of dissolving the corporation:

1. The name of the corporation (the "Corporation") is:

Suncoast Eye Center Foundation, Inc.

2. The dissolution of the Corporation, in accordance with the Plan of Dissolution and Liquidation attached hereto as Exhibit A, was recommended for approval by the members of the Corporation by the Board of Directors of the Corporation, and the members approved the dissolution, in accordance with the Plan of Dissolution and Liquidation attached hereto as Exhibit A, by Written Consent dated April 15, 2016.

3. The vote of the members approving the dissolution of the Corporation in accordance with the Plan of Dissolution and Liquidation attached hereto as Exhibit A was sufficient for the approval of such dissolution under Section 617.1402(1) of the Florida Not For Profit Corporation Act.

4. The effective date of the dissolution shall be the day that these Articles of Dissolution are filed with the Florida Department of State.

DATED this 15th day of April, 2016.

SUNCOAST EYE CENTER FOUNDATION, INC.

By: Laurence A. Seigel, M.D. **PRESIDENT**
Lawrence A. Seigel, M.D., President

Exhibit A

**PLAN OF DISSOLUTION AND LIQUIDATION
OF
SUNCOAST EYE CENTER FOUNDATION, INC.**

As of 12:01 a.m. on the date of filing of Articles of Dissolution of **SUNCOAST EYE CENTER FOUNDATION, INC.** (the "**Corporation**") with the Department of State of the State of Florida, the date of such filing to be determined by the officers of the Corporation to be in the best interests of the Corporation, the Corporation shall be voluntarily dissolved and liquidated, pursuant to the following Plan of Dissolution and Liquidation:

1. The appropriate officers are hereby authorized and directed to proceed promptly to wind up the Corporation's affairs by collecting its assets and settling, providing for or otherwise paying or making provision for the payment of the debts, liabilities, and obligations of the Corporation including retaining funds for a time and in an amount that such officers in their discretion deem prudent.

2. The appropriate officers are hereby authorized and directed to make liquidating distributions of the remaining assets of the Corporation, if any, in equal shares to: (1) JBI International (established s as The Jewish Braille Institute), 110 East 30th Street, New York, NY 10016; (2) the Eye Bank operated by Lions Eye Institute for Transplant & Research, 1410 N. 21st Street, Tampa, FL 33605; an (3) Southeastern Guide Dogs, Inc., 4210 77th Street East, Palmetto, FL 34221, at such time and in such manner as the President of the Corporation deems appropriate and proper.

3. The appropriate officers are hereby authorized and directed to pay all fees and taxes and to do and to cause to be done such other acts, including execution delivery of documents and instruments in the name of the Corporation, as they deem necessary or proper in order to carry out the winding up and liquidation of the business and affairs of the Corporation.