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And Diss

MAY 10 2018  
FALL BRITTON

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** Palm Beach Indivisibles, Inc.  
\_\_\_\_\_

**DOCUMENT NUMBER:** N17000001237  
\_\_\_\_\_

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

Please return all correspondence concerning this matter to the following:

Laura Cain  
\_\_\_\_\_

(Name of Contact Person)

Palm Beach Indivisibles, Inc.  
\_\_\_\_\_

(Firm/Company)

222 S. U.S. Highway One, Suite 203  
\_\_\_\_\_

(Address)

Tequesta, Florida 33469  
\_\_\_\_\_

(City/State and Zip Code)

For further information concerning this matter, please call:

Laura Cain  
\_\_\_\_\_

at ( 561 )

748-2233  
\_\_\_\_\_

(Name of Contact Person)

(Area Code)

(Daytime Telephone Number)

Enclosed is a check for the following amount:

- |   |  |   |   |
|---|--|---|---|
| <input checked="" type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &<br>Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &<br>Certified Copy<br>(Additional copy is<br>enclosed) | <input type="checkbox"/> \$52.50 Filing Fee,<br>Certificate of Status &<br>Certified Copy<br>(Additional copy is<br>enclosed) |
|---|--|---|---|

**MAILING ADDRESS:**

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

**STREET ADDRESS:**

Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**ARTICLES OF DISSOLUTION  
OF  
PALM BEACH INDIVISIBLES, INC.  
(A Florida Not For Profit Corporation)**

FILED  
2018 MAY -5 PM 4:02  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to Florida Statutes Section 617.1403, this Florida not for profit corporation submits the following Articles of Dissolution:

ARTICLE I

The name of the corporation is PALM BEACH INDIVISIBLES, INC, a Florida not for profit corporation (the "Corporation").

ARTICLE II

The Articles of Incorporation were filed on February 2, 2017, under document number N17000001237.

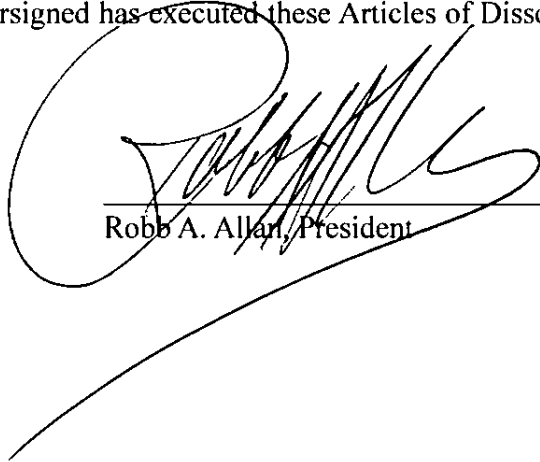
ARTICLE III

These Articles of Dissolution were adopted by Unanimous Written Consent in Lieu of Meeting of the Board of Directors, dated April 17, 2018. The number of votes cast for dissolution was sufficient for approval as there are three (3) directors serving on the Board of Directors and all voted unanimously in approval to dissolve the Corporation and there are no members of the Corporation. The three (3) directors serving on the Board of Directors also all voted unanimously to (i) approve a plan of distribution of the Corporation's assets, an authentic copy of which is attached hereto; and (ii) approve the execution and filing of an affidavit, attached hereto, permitting another corporation to immediately use the name of the Corporation.

ARTICLE IV

The effective date of the dissolution of the Corporation shall be upon the filing of these Articles with the Secretary of State.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Dissolution on  
April 24, 2018.



Robb A. Allan, President

**UNANIMOUS WRITTEN CONSENT IN LIEU OF A  
MEETING OF THE BOARD OF DIRECTORS OF  
PALM BEACH INDIVISIBLES, INC. AND PLAN FOR DISTRIBUTION OF ASSETS**

The undersigned, being the directors of Palm Beach Indivisibles, Inc., a Florida not for profit corporation (the "Corporation"), acting pursuant to Section 617.0701 and 617.1406 of the Florida Not for Profit Corporation Act (the "Act"), by the execution of this Consent in Lieu of A Meeting and Plan for Distribution of Assets, do hereby consent to the adoption of the following resolutions and the taking of the following actions in accordance with the Act, particularly Sections 617.1402-617.1406:

NOW, THEREFORE, BE IT:

Authorization of Dissolution

RESOLVED: That the appropriate officers of this Corporation are hereby authorized to file Articles of Dissolution with the Florida Department of State dissolving the Corporation as of the date of such filing and to file with the Internal Revenue Service such forms, including a final tax return, as are necessary to terminate the Corporation's 501(c) 4 election.

Plan of Distribution of Assets

RESOLVED: That the Corporation has no outstanding obligations or liabilities other than expenses to be incurred in connection with winding up its affairs and no assets other than cash, if any, in a bank account established in the name of the Corporation and accordingly, any assets of the Corporation are hereby authorized to be applied by the appropriate officers of the Corporation to pay the expenses of winding up its affairs, including costs associated with filing the Articles of Dissolution and terminating its 501(c)4 status, and that any balance of such assets be contributed to a not-for-profit organization formed for charitable, educational, political or

similar purposes selected by the President of the Corporation and thereafter the Corporation's bank account shall be closed.

Filing of Affidavit Relating to Use of Name

RESOLVED: That the filing of an affidavit with the Florida Department of State to permit another corporation to immediately use the name "Palm Beach Indivisibles, Inc." as permitted by Section 617.1405, Florida Statutes is hereby authorized and the President of the Corporation or any other officer of the Corporation is hereby authorized to execute such affidavit.

Further Authorization for Dissolution

RESOLVED: That the appropriate officers of the Corporation (or any of them) shall be, and they hereby are, authorized, empowered and directed to take all necessary or appropriate action, including the expenditure of funds, in order to fully and expeditiously complete the dissolution of the Corporation and facilitate the matters approved hereby.

This consent may be executed in one or more counterparts, each of which shall be deemed an original, but all of which together shall constitute one and the same instrument.

By execution below the directors and officers of the Corporation certify that the plan of distribution herein complies with the requirements of Section 617.1406(2), Florida Statutes.

Dated April 17, 2018, effective as of the day and year first written above.

APPROVED:

  
Robb A. Allan

  
Chic Kelty

  
John Studdard

**AFFIDAVIT**

STATE OF FLORIDA            )  
  ) SS.  
COUNTY OF PALM BEACH )

The undersigned upon being under oath did state the following:

1. The undersigned is the President of Palm Beach Indivisibles, Inc. a Florida not for profit corporation (the "Corporation").
2. As permitted by Section 617.1405, Florida Statutes, the Corporation hereby delivers this affidavit to the Florida Department of State authorizing the immediate use of the name "Palm Beach Indivisibles, Inc." by another corporation.

Dated as of April 17 2018

FURTHER AFFIANT SAYETH NAUGHT.

PALM BEACH INDIVISIBLES, INC.

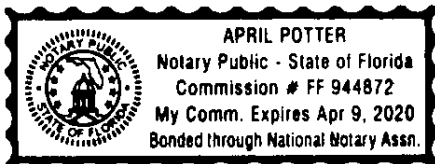
By: \_\_\_\_\_

Robb A. Alan, President

STATE OF FLORIDA

COUNTY OF PALM BEACH

Before me, the undersigned authority, personally appeared Robb A. Alan, the President of Palm Beach Indivisibles, Inc., a Florida notforprofit corporation, who after being duly sworn executed this document on this 17<sup>th</sup> day of April, 2018, who is personally known to me or who produced his \_\_\_\_\_ driver's license as identification. He did not take an oath.



April Potter  
NOTARY PUBLIC, STATE OF FLORIDA  
Print Name: April Potter  
Commission Number: FF 944872