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#### DISSOLUTION OR WITHDRAWAL FAITH APOSTOLIC CHURCH OF VERO BEACH, FLORIDA, INC.

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Electronic Filing Menu

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Help

1 of 1

#### H10000273275 3

### ARTICLES OF DISSOLUTION OF FAITH APOSTOLIC CHURCH OF VERO BEACH, FLORIDA, INC.

All Rest Parties Pursuant to Section 617, 1403, Florida Statutes, this Florida not for profit corporation submits the following Articles of Dissolution:

- The name of the corporation as currently filed with the Florida Department of State is FAITH APOSTOLIC CHURCH OF VERO BEACH, FLORIDA, INC.
  - 2. The document number of the corporation is N17872.
- 3. The resolution was adopted by written consent of the members and executed in accordance with section 617.071, Florida Statutes.

Dated the 16th day of December

David M. Schuble, President and Treasurer

1205 33 Ave. SW

Vero Beach, Florida 32968

(772) 562-3107

Linda Sue Schuble, Secretary

1205 33 Ave. SW

Vero Beach, Florida 32968

(772) 562-3107

Daniel P. Mace, Vice President

4269 Diamond Square

Vero Beach, Florida 32967

(772) 563-0721

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# WRITTEN ACTION OF DIRECTORS AND MEMBERS of FAITH APOSTOLIC CHURCH OF VERO BEACH, FLORIDA, INC.

Pursuant to §617.1402, Florida Statutes, the undersigned being all of the Directors and Members of FAITH APOSTOLIC CHURCH OF VERO BEACH, FLORIDA, INC., a Florida not for profit corporation, hereby take the following action in lieu of a meeting thereof and all statutory and bylaw requirements pertaining to the time, manner and place of same are hereby waived:

BE IT RESOLVED that FAITH A POSTOLIC CHURCH OF VERO BEACH, FLORIDA, INC., a Florida not for profit corporation, be completely liquidated and dissolved; and

BE IT FURTHER RESOLVED, subject to ratification, approval and adoption by the Members of Faith Apostolic Church of Vero Beach, Florida, Inc., a Florida not for profit corporation, that the complete liquidation and dissolution of the Corporation be effected under the Plan of Distribution of Assets attached hereto and incorporated herein by reference as Exhibit "A"; and

BE IT FURTHER RESOLVED that a special meeting of the Members be called for the <u>Ithh</u> day of <u>Dreember</u>, 2010, for the purpose of submitting the attached Plan of Distribution of Assets to the Members for ratification, approval and adoption; and

BE IT FURTHER RESOLVED that if the foregoing plan of distribution of assets is ratified, approved and adopted by the Members, the Officers and Directors of the Corporation be authorized, empowered and directed to do any and all things in its name and behalf which they deem necessary and advisable to carry out the purposes and intentions of such plan.

DATED at Vero Beach, Florida, this 11th day of December, 2010.

Daniel Schuber

DAVID SCHUBLE, Director/Member

Linda Sue Schuble

Linda Sue Schuble

DANIEL MACE, Director/Member

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## PLAN OF DISTRIBUTION OF ASSETS AND DISSOLUTION OF FAITH APOSTOLIC CHURCH OF VERO BEACH, FLORIDA, INC.

This Plan of Distribution of Assets, hereinafter called "the Plan", is for the purpose of effecting the complete liquidation and dissolution of FAITH APOSTOLIC CHURCH OF VERO BEACH FLORIDA, INC., hereinafter called "the Corporation", in accordance with Section 617.1406 of the Statutes of the State of Florida, pursuant to the following steps:

- 1. Plan of Distribution. All assets of the Corporation have been conveyed to DOLLARS FOR SCHOLARS OF INDIAN RIVER COUNTY, INC., a 501(c)(3) organization as determined by the Internal Revenue Service as follows:
- a. Charles Schwab Acct. No. 3034-7313 in the approximate amount of \$192,466.06.
- b. Bank of America Checking Acct. No. 003388252480 in the approximate amount of \$55,914.86.
  - c. Real property located at 6890 33rd Avenue, Vero Beach, Florida 32960.
- 2. Negotiation of Terms by Officers and Directors. The Officers and Directors of the Corporation are authorized from time to time to negotiate and to consummate sale of all or any portion or portions of the properties of the Corporation, on such terms and conditions as they in their discretion shall deem beneficial to the Corporation, including the assumption by the purchaser or purchasers of any or all liabilities of the Corporation, subject to any requisite approval or other action by the Members of the Corporation. The Officers and Directors of the Corporation have received no compensation for serving as officers and/or directors of the Corporation.
- 3. Payment of Liabilities. As of the date of this Plan, all liabilities and obligations of the Corporation have been paid and discharged.
- 4. Dissolution. The Officers and Directors of the Corporation shall proceed with the voluntary dissolution of the Corporation pursuant to §617.1403 of the Statutes of the State of Florida, at such time, not later than twelve months after the adoption of this Plan by the members, as they may deem appropriate, and may withdraw the Corporation from qualification in any other State whenever they deem such action appropriate.
- 5. Authorization to Execute and File Documents. The Officers and Directors of the Corporation are authorized, empowered, and directed to execute and file all documents which they deem necessary or advisable to carry out the purposes and intentions of this Plan, including a Certificate of Dissolution under the laws of the State of Florida.
- 6. Authorization of Necessary Acts. The Officers and Directors of the Corporation are hereby authorized, empowered and directed to do any and all other things in its name and behalf which they may deem necessary or advisable in order to carry out the purposes and intentions of this Plan. They shall be held harmless by the Corporation for any action under this Plan taken in good faith and any expenses or liabilities so incurred by them shall be that of the Corporation.