

N18227

LAW OFFICES

RICHARD E. WARNER, P.A.

PROFESSIONAL ASSOCIATION

8301 OVERSEAS HIGHWAY

P.O. BOX 501317

MARATHON, FLORIDA 33050-1317

305/743-6022

FAX: 305/743-6216

October 11, 2000

Secretary of State
Division of Corporations
State of Florida
Box 6327
Tallahassee, FL 32314

400003424334--1
-10/13/00--01052--002
*****35.00 *****35.00

RE: The Martin Luther Chapel Foundation, Inc.

Dear Secretary:

Enclosed please find the Articles of Dissolution for the above named corporation for filing. We have enclosed the \$35.00 fee for this purpose. Should you need any other information, please feel free to give me a call.

Very truly yours,



Richard E. Warner

REW/ndw
Enclosures

FILED
00 OCT 13 PM 1:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Diss.

S. PAYNE OCT 19 2000

**ARTICLES OF DISSOLUTION
OF
THE MARTIN LUTHER CHAPEL FOUNDATION, INC.**

**FILED
00 OCT 13 PM 1:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

1. The name of this non-profit corporation is **THE MARTIN LUTHER CHAPEL FOUNDATION, INC.**

2. The names and addresses of the officer's are:

**RICHARD E. WARNER, President and Secretary
c/o 325 122nd Street Gulf
Marathon, Florida 33050**

**VERNON FANKE, Vice-President
c/o 325 122nd Street Gulf
Marathon, Florida 33050**

**WILLIAM BRUSICK, Treasurer
c/o 325 122nd Street Gulf
Marathon, Florida 33050**

3. The names and addresses of the Director's are:

**RICHARD E. WARNER
c/o 325 122nd Street Gulf
Marathon, Florida 33050**

**VERNON FANKE
c/o 325 122nd Street Gulf
Marathon, Florida 33050**

**WILLIAM BRUSICK
c/o 325 122nd Street Gulf
Marathon, Florida 33050**

4. All of the liabilities and obligations of the non-profit corporation have been paid or discharged, or that adequate provision has been made therefore.

5. The non-profit corporation has distributed all of its property and assets properly to

MARTIN LUTHER CHAPEL, INC., and therefore none remains for distribution.

6. There are no actions pending against the non-profit corporation in any Court in regard to or against the corporation.

7. The non-profit corporation has elected to dissolve by written resolution of the corporation, a copy of which is attached hereto as Exhibit "A". The written resolution so attached has been signed by the Secretary of the Corporation and all actions under it are completed.

EXECUTED this 11th day of October, 2000.



THE MARTIN LUTHER CHAPEL FOUNDATION, INC.

By: [Signature]
RICHARD E. WARNER, President
and Secretary

STATE OF FLORIDA)
) SS:
COUNTY OF MONROE)

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and in the County aforesaid to take acknowledgments, personally appeared RICHARD E. WARNER, President and Secretary, of THE MARTIN LUTHER CHAPEL FOUNDATION, INC., to me known to be the person described in and who executed the foregoing instrument and he acknowledged before me that he executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 11th day of October, 2000.

[Signature]
NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires:

(SEAL)

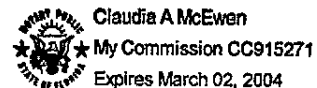


EXHIBIT "A"
TO ARTICLE OF DISSOLUTION

**RESOLUTION AND
PLAN OF CORPORATE DISSOLUTION**

On August 27, 2000, the Board of Directors and Members of THE MARTIN LUTHER CHAPEL FOUNDATION, INC., met in the chancel of Martin Luther Chapel, 325 122nd Street, Gulf, Monroe County, Florida, and resolved to dissolve the corporation in accordance with this Plan of Corporate Dissolution. The Chairman noted that the Corporation has had income and cash flow which has been distributed to Martin Luther Chapel, Inc., of Marathon, Florida. Since the purpose of the Incorporation had fulfilled its purpose, the Chairman noted that there was no further need for the Corporation to be active. Since the Corporation has assets which will be distributed to a religious not for profit organization, the Chairman moved that a Resolution be entered, dissolving the Corporation as a non-operating shell, granting to the Officers of the Corporation the power to execute any document necessary to effectuate this purpose. Upon said motion made and duly seconded, it was unanimously resolved that the Corporation be dissolved under law that all assets be transferred to MARTIN LUTHER CHAPEL, INC., and that the Officers execute all documents necessary to effectuate such dissolution.

EXECUTED this 11th day of October, 2000.

THE MARTIN LUTHER CHAPEL FOUNDATION, INC.:

By: _____

Richard E. Warner, President

Attested by: _____

Richard E. Warner, Secretary

