

N19000002066

Florida Department of State

Division of Corporations

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**DISSOLUTION OR WITHDRAWAL
THE POTESTA FAMILY FOUNDATION, INC.**

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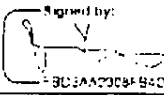
ARTICLES OF DISSOLUTION
OF
THE POTEITA FAMILY FOUNDATION, INC.

Pursuant to the provisions of Section 617.1403 of the Florida Statutes, THE POTEITA FAMILY FOUNDATION, INC., a Florida not-for-profit corporation (the "Corporation"), by and through the undersigned, adopts the following Articles of Dissolution for the purpose of dissolving the Corporation:

1. The name of the Corporation is THE POTEITA FAMILY FOUNDATION, INC.
2. The document number of the Corporation is N19000002066.
3. The Corporation has no members entitled to vote on dissolution of the Corporation. Dissolution was approved and authorized by the Board of Directors of the Corporation on December 2, 2024. The number of directors in office was 3 and the vote for resolution was unanimous. The number of votes cast for dissolution was sufficient for approval.
4. The effective date of the dissolution shall be the date of filing of these Articles of Dissolution.

Dated this 2nd day of December, 2024.

THE POTEITA FAMILY FOUNDATION, INC., a
Florida not-for-profit corporation

By: 
Name: James J. Potesta
Title: President

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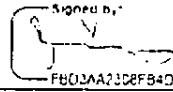
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THE POTESTA FAMILY FOUNDATION, INC.**OFFICER'S CERTIFICATION**

The undersigned certifies that the attached Plan of Distribution of Assets of THE POTESTA FAMILY FOUNDATION, INC., a Florida not-for-profit corporation (the "**Corporation**") was adopted by the unanimous vote of the Directors of the Corporation in a written consent dated December 2, 2024, pursuant to Florida Statutes Section 617.0821 and the governing Bylaws.

THE POTESTA FAMILY FOUNDATION,
INC., a Florida not-for-profit corporation

By: 
FB03AA23DEFB400

Name: James J. Potesta
Title: President

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**PLAN OF DISTRIBUTION OF ASSETS
OF
THE POTESA FAMILY FOUNDATION, INC.**

In connection with the dissolution of THE POTESA FAMILY FOUNDATION, INC., a Florida not-for-profit corporation (the "**Corporation**"), located at 251 Royal Palm Way, Suite 215, Palm Beach, Florida 33480, the assets of the Corporation shall be distributed, to the extent available, in the following order and manner:

1. All liabilities and obligations of the Corporation shall be paid and discharged, or adequate provisions for payment and discharge shall be made.
2. Assets held by the Corporation upon condition requiring return, transfer, or conveyance, which condition occurs by reason of the dissolution, shall be returned, transferred, or conveyed in accordance with such requirements.
3. 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, shall 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 Corporation as determined and approved by the Board of Directors of the Corporation.
4. All remaining assets, if any, shall be transferred or conveyed to one or more entities that are exempt from tax under §501(c)(3) and §170(c)(2) of the Internal Revenue Code of 1986, as amended, or to the federal, state, or local government for exclusive public purpose, as determined and approved by the Board of Directors of the Corporation and pursuant to by the Articles of Incorporation and Bylaws of the Corporation.

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