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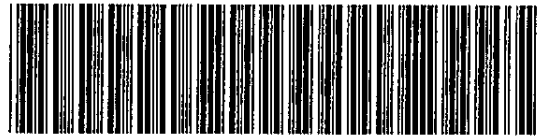
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

06 MAR 14 AM 2:47

FILED



Joel H. Yudenfreund  
*Director*  
*Trust and Estate Counselor*

**The Citigroup Private Bank**  
Citicorp North America, Inc.  
241 Royal Palm Way  
Palm Beach, FL 33480  
Tel 561-653-3124  
Fax 561-832-1235

March 8, 2006

Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

Dear Sir/Madam:

Enclosed are the following documents to dissolve the Jewish Arts Foundation, Inc.:

1. Check made payable to the Division of Corporations in the amount of \$35.00.
2. Articles of Dissolution.
3. Plan of Dissolution and Liquidation of Jewish Arts Foundation, Inc.

If you have any questions or comments, please do not hesitate to contact me.

Sincerely,

A handwritten signature in dark ink, appearing to read "Joel H. Yudenfreund", written over a horizontal line.

Joel H. Yudenfreund

Enclosure

## ARTICLES OF DISSOLUTION

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

FIRST: The name of the corporation is Jewish Arts Foundation, Inc.

SECOND: Adoption of dissolution  
(Complete Section I or II)

### SECTION I

If the corporation has members entitled to vote:

The date of the meeting of members at which the resolution to dissolve was adopted was \_\_\_\_\_

(CHECK ONE)

- ☐ The number of votes cast for dissolution was sufficient for approval.
- ☐ The resolution was adopted by written consent and executed in accordance with 617.0701, Florida Statutes.

### SECTION II

If the corporation has no members or members with voting rights:

The corporation has no members or members with voting rights.

The date of adoption of the resolution by the board of directors was MARCH 8, 2006

The number of directors in office was 3 and the vote for the resolution was 3 for and 0 against.

Signed this 8th day of March, 2006.

Signature

Joel H. Yudenfreund  
President

(By the Chairman or Vice Chairman of the Board, President or other officer)

Joel H. Yudenfreund  
Typed or printed name

President

Title

FILED  
06 MAR 14 AM 7:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**PLAN OF LIQUIDATION AND DISSOLUTION OF  
JEWISH ARTS FOUNDATION, INC.**

**RESOLVED:**

(1) The Jewish Arts Foundation, Inc. ("Corporation") (except as provided in paragraph 2), shall distribute all of its property in liquidation by transferring and assigning to The Jewish Community Center of the Greater Palm Beaches (Federal tax identification number 59-1582799), all of the assets owned by the Corporation;

(2) On or before the date of the transfers referred to in paragraph 1, the Corporation shall pay all of its ascertained obligations and liabilities, and shall set aside a reasonable amount of cash for the payment of unascertained or contingent obligations, liabilities and expenses. Any balance remaining in such reserve after the payment of such obligations, liabilities and expenses shall be distributed to The Jewish Community Center of the Greater Palm Beaches (Federal tax identification number 59-1582799);

(3) Assets held by the Corporation upon condition requiring return, transfer, or conveyance, which condition occurs by reason of the dissolution, be returned, transferred or conveyed in accordance with such requirements;

(4) 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, 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 dissolving Corporation, as provided in this Plan of Liquidation and Distribution of assets;

(5) Other assets, if any, be distributed in accordance with the provisions of the articles of incorporation or the bylaws to the extent that the articles of incorporation or the bylaws determine the distributive rights of members, or any class or classes of members, or provide for distribution to others;

(6) Any remaining assets be distributed to such persons, trusts, societies, organizations, or domestic or foreign corporations, whether for profit or not for profit, as specified in this Plan of Liquidation and Distribution of assets;

(7) From and after the date of the transfers referred to above, the Corporation shall not engage in any activities, other than those set forth in Section 617.1405(1) of the Florida Statutes. The directors then in office and, at their pleasure, the officers, shall continue in office solely for the purpose of winding up the affairs of the Corporation, and after such date shall take no action whatsoever which is, or which can be construed to be,

inconsistent with the status of liquidation, and such status shall be continued until the date of the dissolution of the Corporation;

(8) The directors and officers shall execute and cause to be filed Articles of Dissolution of the Corporation in accordance with Section 617.1403 of the Florida Statutes, a final tax return and any other forms to complete the dissolution of the Corporation, and;

(9) The directors and officers of the Corporation shall carry out and consummate this Plan, and shall have the power to adopt all resolutions, execute all documents, and file all papers, and take all other action they deem necessary or desirable for the purpose of effecting the dissolution of the Corporation and the complete liquidation of its assets and affairs.

I hereby certify that the foregoing is a true and exact copy of a Plan of Liquidation and Dissolution adopted by the Board of Directors of Jewish Arts Foundation, Inc. by unanimous written consent without a meeting and complies with Section 617.1406(2) of the Florida Statutes.

DATED: 3/8/06

Joel Yudenfreund, President  
Joel Yudenfreund, President

**CONSENT OF DIRECTOR OF JEWISH ARTS FOUNDATION, INC.**

The undersigned being a Director of the Jewish Arts Foundation, Inc., a Florida not for profit corporation, hereby consents to the following without a meeting of the Board of Directors:

The Jewish Arts Foundation, Inc. be dissolved.

The Jewish Arts Foundation, Inc. be liquidated and dissolved in accordance with the attached Plan of Liquidation and Dissolution of the Jewish Arts Foundation, Inc.

The attached Plan of Liquidation and Dissolution of the Jewish Arts Foundation, Inc. is adopted and approved by me in all respects, and the officers of the Jewish Arts Foundation, Inc. are hereby empowered and authorized to put such Plan into effect and to take all necessary and appropriate action to implement such Plan.

  
Lawrence Greenberg, Director

DATED: 3/8/06

**PLAN OF LIQUIDATION AND DISSOLUTION OF  
JEWISH ARTS FOUNDATION, INC.**

**RESOLVED:**

(1) The Jewish Arts Foundation, Inc. ("Corporation") (except as provided in paragraph 2), shall distribute all of its property in liquidation by transferring and assigning to The Jewish Community Center of the Greater Palm Beaches (Federal tax identification number 59-1582799), all of the assets owned by the Corporation;

(2) On or before the date of the transfers referred to in paragraph 1, the Corporation shall pay all of its ascertained obligations and liabilities, and shall set aside a reasonable amount of cash for the payment of unascertained or contingent obligations, liabilities and expenses. Any balance remaining in such reserve after the payment of such obligations, liabilities and expenses shall be distributed to The Jewish Community Center of the Greater Palm Beaches (Federal tax identification number 59-1582799);

(3) Assets held by the Corporation upon condition requiring return, transfer, or conveyance, which condition occurs by reason of the dissolution, be returned, transferred or conveyed in accordance with such requirements;



(4) 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, 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 dissolving Corporation, as provided in this Plan of Liquidation and Distribution of assets;

(5) Other assets, if any, be distributed in accordance with the provisions of the articles of incorporation or the bylaws to the extent that the articles of incorporation or the bylaws determine the distributive rights of members, or any class or classes of members, or provide for distribution to others;

(6) Any remaining assets be distributed to such persons, trusts, societies, organizations, or domestic or foreign corporations, whether for profit or not for profit, as specified in this Plan of Liquidation and Distribution of assets;

(7) From and after the date of the transfers referred to above, the Corporation shall not engage in any activities, other than those set forth in Section 617.1405(1) of the Florida Statutes. The directors then in office and, at their pleasure, the officers, shall continue in office solely for the purpose of winding up the affairs of the Corporation, and after such date shall take no action whatsoever which is, or which can be construed to be,

inconsistent with the status of liquidation, and such status shall be continued until the date of the dissolution of the Corporation;

(8) The directors and officers shall execute and cause to be filed Articles of Dissolution of the Corporation in accordance with Section 617.1403 of the Florida Statutes, a final tax return and any other forms to complete the dissolution of the Corporation, and;

(9) The directors and officers of the Corporation shall carry out and consummate this Plan, and shall have the power to adopt all resolutions, execute all documents, and file all papers, and take all other action they deem necessary or desirable for the purpose of effecting the dissolution of the Corporation and the complete liquidation of its assets and affairs.

I hereby certify that the foregoing is a true and exact copy of a Plan of Liquidation and Dissolution adopted by the Board of Directors of Jewish Arts Foundation, Inc. by unanimous written consent without a meeting and complies with Section 617.1406(2) of the Florida Statutes.

DATED: \_\_\_\_\_

3/8/06

Joel Yudenfreund, President  
Joel Yudenfreund, President

**CONSENT OF DIRECTOR OF JEWISH ARTS FOUNDATION, INC.**

The undersigned being a Director of the Jewish Arts Foundation, Inc., a Florida not for profit corporation, hereby consents to the following without a meeting of the Board of Directors:

The Jewish Arts Foundation, Inc. be dissolved.

The Jewish Arts Foundation, Inc. be liquidated and dissolved in accordance with the attached *Plan of Liquidation and Dissolution of the Jewish Arts Foundation, Inc.*

The attached Plan of Liquidation and Dissolution of the Jewish Arts Foundation, Inc. is adopted and approved by me in all respects, and the officers of the Jewish Arts Foundation, Inc. are hereby empowered and authorized to put such Plan into effect and to take all necessary and appropriate action to implement such Plan.

  
Ruth K. Berman, Director

DATED: March 8, 2006

**PLAN OF LIQUIDATION AND DISSOLUTION OF  
JEWISH ARTS FOUNDATION, INC.**

**RESOLVED:**

(1) The Jewish Arts Foundation, Inc. ("Corporation") (except as provided in paragraph 2), shall distribute all of its property in liquidation by transferring and assigning to The Jewish Community Center of the Greater Palm Beaches (Federal tax identification number 59-1582799), all of the assets owned by the Corporation;

(2) On or before the date of the transfers referred to in paragraph 1, the Corporation shall pay all of its ascertained obligations and liabilities, and shall set aside a reasonable amount of cash for the payment of unascertained or contingent obligations, liabilities and expenses. Any balance remaining in such reserve after the payment of such obligations, liabilities and expenses shall be distributed to The Jewish Community Center of the Greater Palm Beaches (Federal tax identification number 59-1582799);

(3) Assets held by the Corporation upon condition requiring return, transfer, or conveyance, which condition occurs by reason of the dissolution, be returned, transferred or conveyed in accordance with such requirements;

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(4) 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, 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 dissolving Corporation, as provided in this Plan of Liquidation and Distribution of assets;

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I hereby certify that the foregoing is a true and exact copy of a Plan of Liquidation and Dissolution adopted by the Board of Directors of Jewish Arts Foundation, Inc. by unanimous written consent without a meeting and complies with Section 617.1406(2) of the Florida Statutes.

DATED: 3/8/06

Joel Yudenfreund, President  
Joel Yudenfreund, President