

1624997

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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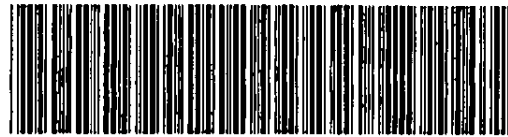
(Business Entity Name)

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6/30/2010

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2010 MAY -7 PM 10:38  
FBI - ALABAMA

FILED

NOTICE  
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5-11-10

**COVER LETTER**

TO: Amendment Section  
Division of Corporations

SUBJECT: YOUNG PEOPLE IN DRAMATIC ARTS FOUNDATION, INC  
DBA OLD Schoolhouse THEATER FOUNDATION, INC.

DOCUMENT NUMBER: \_\_\_\_\_

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

Please return all correspondence concerning this matter to the following:

STEVE KLUG

(Name of Contact Person)

N/A

(Firm/Company)

1308 SEASPRAY LANE

(Address)

SANIBEL, FL. 33957

(City/State and Zip Code)

For further information concerning this matter, please call:

STEVE KLUG

(Name of Contact Person)

at ( 239 )

395-2756

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

☐ \$35 Filing Fee

☐ \$43.75 Filing Fee &  
Certificate of Status

☐ \$43.75 Filing Fee &  
Certified Copy  
(Additional copy is  
enclosed)

☒ \$52.50 Filing Fee,  
Certificate of Status &  
Certified Copy  
(Additional copy is  
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

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## 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 as currently filed with the Florida Department of State:  
YOUNG PEOPLE IN DRAMATIC ARTS FOUNDATION, INC.

SECOND: The document number of the corporation (if known): 124997

THIRD: Adoption of Dissolution  
(COMPLETE SECTION I OR II)

### SECTION I

If the corporation has members entitled to vote:

(CHECK/COMPLETE ONE)

☒ The date of the meeting of members at which the resolution to dissolve was adopted  
APRIL 30, 2010. The number of votes cast by the  
members was sufficient for approval.

☐ The resolution was adopted by written consent of the members and executed in  
accordance with section 617.0701, Florida Statutes.

### SECTION II

If the corporation has no members or members entitled to vote on the dissolution:

The corporation has no members or members entitled to vote on the dissolution.

The date of adoption of the resolution by the board of directors was \_\_\_\_\_.

The number of directors in office was \_\_\_\_\_ and the vote for resolution was

\_\_\_\_\_ for and \_\_\_\_\_ against. (must be a majority vote)

FOURTH: Effective date of dissolution if applicable: JUNE 30, 2010  
(no more than 90 days after dissolution file date)

Signature

Steve Klug  
(By the chairman or vice chairman of the board, president or other officer- if directors have not been selected, by an incorporator- if in the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary.)

STEVE KLUG  
(Typed or printed name of the person signing)

PRESIDENT  
(Title of person signing)

**FILING FEE: \$35**

EFFECTIVE DATE  
6/30/2010

YOUNG PEOPLE IN DRAMATIC ARTS  
FOUNDATION, INC.

PLAN OF DISTRIBUTION OF ASSETS.

A PLAN OF DISTRIBUTION OF ASSETS WAS ADOPTED BY MEMBERS OF THE FOUNDATION ON APRIL 30, 2010. (SEE ATTACHED LETTER TO MEMBERS DETAILING THE PLAN) ASSETS WILL BE TRANSFERRED TO A 501(C)(3) CORP CALLED BARRIER ISLAND GROUP FOR THE ARTS, INC. ("BIG ARTS"). ALL KNOWN CLAIMS AGAINST THE FOUNDATION WILL BE PAID PRIOR TO THE EFFECTIVE DATE OF DISSOLUTION (6/30/2010) AND UNKNOWN CLAIMS WILL BE HANDLED PURSUANT TO FLA. STATUTES SECTION 617.1407 (9).

I hereby authenticate this Plan of Distribution of Assets and certify that it was adopted pursuant to Subsection (1) of Florida Statutes Section 617.1406.



STEPHEN G. KLUG  
President - Young People in  
Dramatic Arts Foundation, Inc.

FILED  
10 MAY - 7 AM 10:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

3. Big Arts will operate the Theater as a live theater program of Big Arts.
4. Art Cassell will become the director of the Theater program.
5. The Foundation will be dissolved and its assets transferred to Big Arts.

### WHY YOU SHOULD VOTE FOR THE PROPOSAL

If you love live theater and want to ensure that it stays vibrant for years to come on Sanibel, you should vote for this proposal. The economies available by combining with Big Arts, together with the earnings produced from the \$1 million endowment provide the best path to ensure the future success of the Theater. Victor Legarreta has done an outstanding job in recent years bringing you great entertainment. He is convinced that this approach provides the best opportunity for him to continue and improve the quality of offerings at the Theater. Enclosed is a letter from him endorsing the proposal.

### WHAT CAN YOU DO IN THE FUTURE TO SUPPORT THE THEATER

After this combination occurs, we will still need your continued financial support. Debbie and I are committed to donating the same amount to Big Arts next year as we did to the Theater last year. We hope you will join us in doing so. When you send your check to Big Arts, just put "Herb Strauss Schoolhouse Theater" in the memo section and your contribution will go to support Theater operations. You may also contribute to the Big Arts endowment and designate that the funds go to increase the \$1 million set aside to support the Theater. If you are a volunteer, your time talents will still be needed and appreciated. We may even ask you to do some new things.

If you have any questions regarding this letter or the proposal, please call me at 239-395-2756, and I would be happy to speak with you. I hope you will agree with me that the proposal is a sound one and I urge you to vote "yes" and return your ballot to the Theater.

Sincerely,

Steve Klug

Dear Schoolhouse Theater Foundation Member,

Enclosed please find your notice and ballot for a special meeting of The Schoolhouse Theater Foundation(the "Foundation") membership to be held at The Herb Strauss Schoolhouse Theater(the "Theater") on April 30, 2010 at 10:00 am. The purpose of the meeting will be to discuss and vote on the proposal I will be describing in this letter. The Foundation's Board of Directors considered this proposal at its regular meeting on Monday, April 19,2010 and overwhelmingly voted in favor and decided to submit the proposal to members at the special meeting on April 30.

## BACKGROUND TO THE PROPOSAL

In early March of this year, I met with John Boler to discuss creating a permanent endowment to support operations at the Theater. You may recall that John and Mary Jo Boler generously donated \$100,000 to the Theater last year and proudly named it after their good friend, the late Herb Strauss, who was also a great friend of the Theater. After lengthy discussions, John and I agreed that simply setting up an endowment would not adequately address the long term issues faced by the Theater. Those issues included an inadequate marketing platform, weak financial and administrative infrastructure, and less than optimal utilization of volunteer resources available on the island. We also recognized that our weaknesses were in fact strengths of another wonderful island organization, Big Arts. We concluded that joining with Big Arts would help address those issues, but only if we could ensure Big Arts' long term commitment to live theater on the island.

John proposed the following: he would donate \$1million to the Big Arts endowment, subject to obtaining matching funds, and Big Arts agreeing to establish the Theater as an on-going Big Arts program under the direction of Art Cassell, former president of the Foundation. In addition, Big Arts would be required to segregate \$1million of its endowment fund for the benefit of the Theater program, with annual earnings from that portion of the endowment to be used to support Theater operations. The existing Foundation would be dissolved and its assets transferred to Big Arts.

In mid-march, the Executive Committee of the Foundation's Board authorized me to engage in preliminary discussions with Big Arts regarding the proposal. Prior to those discussions, my wife Debbie and I, together with the Klug Family Foundation, agreed to match \$500,000 of the Boler's gift, so that should the proposal be accepted, the full \$1million would be immediately available to the Theater. John Boler and I met with Chuck Bonser, the president of Big Arts, and over a period of weeks we were able to reach agreement on the proposal, including Big Arts' written commitment to live theater on the island and Chuck Bonser's personal guarantee of his best efforts to make this combination successful. Chuck also invited me to become a member of the Big Arts Board to help ensure success of the transition, and I have agreed to do so.

## YOUR VOTE ON THE PROPOSAL

If you vote "yes" on the ballot in favor of the proposal, you be voting in favor of the following to occur:

1. John and Mary Jo Boler and Steve and Debbie Klug(together with the Klug Family Foundation) will make a conditional gift to the Big Arts endowment of \$1million. The gift will be conditional upon Big Arts continuing to operate the Theater as a live theater program on Sanibel.
2. Big Arts will agree to segregate the \$1million gift for the support of the Theater program.

effective date  
6/30/2010

MAY 17, 2010

YOUNG PEOPLE IN DRAMATIC  
ARTS FOUNDATION, INC.

FILED  
10 MAY - 7 AM 10:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

NOTICE PURSUANT TO SECTION 617.1407(9) :

1. THE NAME OF THE CORPORATION IS

YOUNG PEOPLE IN DRAMATIC ARTS FOUNDATION, INC.,  
DBA THE SCHOOLHOUSE THEATER FOUNDATION, INC.

THE EFFECTING DATE OF DISSOLUTION IS 6/30/2010.

2. ANY CLAIM AGAINST THE CORPORATION MUST  
INCLUDE THE AMOUNT AND DATE OF THE CLAIM,  
A DESCRIPTION OF THE CLAIM AND THE NAME,  
ADDRESS AND TELEPHONE NUMBER OF THE PARTY  
ASSERTING THE CLAIM. CLAIMS SHOULD BE SENT  
TO 1308 SEASPRAY LANE, SANIBEL, FL. 33957

3 ANY CLAIM HEREUNDER IS BARRED UNLESS  
A PROCEEDING TO ENFORCE THE CLAIM IS COMMENCED  
WITHIN 4 YEARS OF THE FILING OF THIS NOTICE.

Stephen G. Klug

STEPHEN G. KLUG

PRESIDENT

YOUNG PEOPLE IN DRAMATIC  
ARTS FOUNDATION, INC