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N29656

October 20, 1997

Florida Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, FL 32314

RE: Rape Response, Inc., a not-for-profit corporation

Dear Sir/Madam:

Enclosed please find the following documents for filing with the Department of State.
Please file the documents in the order of appearance set forth below:

1. ARTICLES OF AMENDMENT
2. PLAN OF DISTRIBUTION OF ASSETS
3. ARTICLES OF DISSOLUTION

700002379717--1
-12/22/97--01146--015
****105.00 *****35.00

We have enclosed a filing fee of \$35.00 for each of the above-referenced documents, for a total fee of \$105.00.

Thank you.

Sincerely,

Linda Lavelle

Linda Lavelle
6277 Sea Harbor Drive
Orlando, FL 32821
Telephone 407-345-3287
Facsimile 407-352-8125
Email: llavelle@harcourtbrace.com

*Plan of Dist of
Assets
LJ 1-9-98*

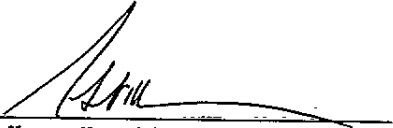
PLAN OF DISTRIBUTION OF ASSETS

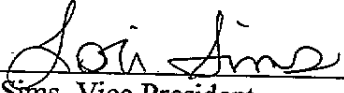
RAPERESPONSE, INC.

Any assets of the corporation after the later of January 4, 1997 or after the closing of the transaction with Orlando Regional Healthcare Systems, Inc. shall be distributed as follows, in the order set forth herein:

- (1) All liabilities and obligations of the corporation shall be paid and discharged, or adequate provisions be made therefor;
- (2) Assets held by the corporation upon condition requiring return, transfer, or conveyance, which condition occurs by reason of the corporation's 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 to the Community Foundation upon condition that they shall be provided to one or more domestic or foreign corporations, trusts, societies, or organizations engaged in activities substantially similar to those of Rape Response, Inc.; and
- (4) Any remaining assets shall be transferred to the Community Foundation to establish an endowment fund to be used to support victims of sexual assault in Central Florida.

The above Plan of Distribution of Assets was adopted by the Board of Directors, as there are no members entitled to vote, on November 18, 1996 by a majority vote of the directors then in office.


Steven S. Neilson, President


Lori Sims, Vice President