

N 29701

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(Address)

(Address)

(City/State/Zip/Phone #)

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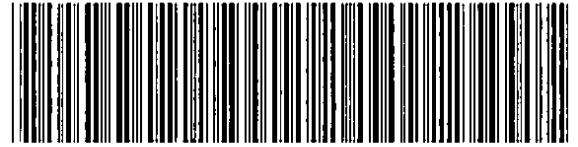
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
101 AUSTIN BLVD (CAPP)

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Rosemary and Ted Lassiter Foundation, Inc.

DOCUMENT NUMBER: N29701

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

Please return all correspondence concerning this matter to the following:

Joseph E. Lundy

(Name of Contact Person)

Dilworth Paxson LLP

(Firm/Company)

1650 Market Street - Suite 1200

(Address)

Philadelphia, PA 19103

(City/State and Zip Code)

For further information concerning this matter, please call:

Joseph E. Lundy

(Name of Contact Person)

at (215) 575-7265

(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
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

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:
Rosemary and Ted Lassiter Foundation, Inc.

SECOND: The document number of the corporation (if known): N29701

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 meeting of members at which the resolution to dissolve was adopted

04/10/2025. 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: April 30, 2025

(no more than 90 days after dissolution file date)
Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

Signature: Rosemary Lassiter
(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)

Rosemary Lassiter

(Typed or printed name of person signing)

President

(Title of person signing)

Filing Fee: \$35

FILED
2025 APR 22 PM 3:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ROSEMARY AND TED LASSITER FOUNDATION, INC.

**UNANIMOUS WRITTEN CONSENT
OF THE MEMBERS AND TRUSTEES
IN LIEU OF MEETINGS**

The undersigned, being all of the Members and Trustees of the Rosemary and Ted Lassiter Foundation, Inc., a Florida nonprofit tax-exempt private foundation (the "Foundation"), hereby adopt the following resolutions by unanimous written consent without the formality of convening a meeting and hereby consent to the following actions of the Foundation and its officers:

WHEREAS, the Board of Trustees has determined it to be timely and appropriate to liquidate and dissolve the Foundation; and

WHEREAS, the Members, being one and the same individuals as the Trustees, concur in such decision to liquidate and dissolve the Foundation;

BE IT RESOLVED THAT, the Foundation's officers are hereby requested and directed to pay and discharge all of the Foundation's outstanding debts and liabilities and, following that, to distribute all of the Foundation's then remaining assets as a grant to the Schwab Charitable Fund [the "Fund", a nonprofit, tax exempt public charity that has been recognized for more than 5 years as a public charity described in IRC sections 501(c)(3) and 509(a)(1)] so as to establish a Donor Advise Fund ("DAF") that will enable Rosemary and Ted Lassiter to recommend charitable recipients of grants to be made by the Fund from such DAF; and

FURTHER RESOLVED, following such payment of the Foundation's debts and liabilities and the liquidating grant to the Fund to establish the DAF the Foundation's officers are requested and directed to initiate and take all necessary and required actions to cause the Foundation's existence to be dissolved and terminated under applicable Florida law; and

FURTHER RESOLVED, that this Unanimous Written Consent of the Members and Trustees in Lieu of a Meeting (this "Consent") is valid if signed in counterparts, each of which shall constitute an original and collectively one and the same Consent.

Date: 4/10/2025

Rosemary Lassiter
Rosemary Lassiter, Member & Trustee

Date: 4/11/2025

Ted Lassiter
Ted Lassiter, Member & Trustee

Date: 4/9/2025

Christine Wentz
Christine Wentz, Member & Trustee