

N45913

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 JUL -5 PM 1:09

May 10, 2001

Amendments Section
Florida Department of State
P. O. Box 6327
Tallahassee, Florida 32314

Gentlemen:

Re: Dissolution of Corporation

At the May 9, 2001 meeting of the Board of Directors of the Florida Healthcare Purchasing Cooperative, a decision was made to dissolve the corporation effective June 30, 2001 and proceed to wind-down our activities and liquidate our remaining assets.

Accordingly, I am enclosing Articles of Dissolution and a Plan for Distribution of FHPC's assets, both of which have been approved by the Board. I have certified that the Plan meets the requirements, as we understand them, of the appropriate section in Florida Statutes.

I am also enclosing FHPC's check in the amount of \$70 to cover the following expenses:

Filing Fee	\$35.00
2 Certified Copies	\$17.50
2 Certificates of Status	\$17.50
Total	\$70.00

Please forward the certified copies and any additional information we may need to me at the following address:

Gary Dopson, M.D., PA
32 South 5th Street
Macclenny, FL 32063

Thank you for your assistance in this matter.

Sincerely,

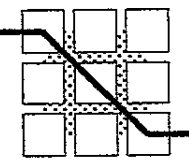


Gary Dopson, M.D., Chairman
Board of Directors

GD:LHP

Enclosure (FHPC Check # 3113)

Uo/Dis
V SHEPARD JUL 12 2001



FLORIDA HEALTHCARE PURCHASING COOPERATIVE, INC.

2225 A1A South
Suite B-2A
St. Augustine, FL 32080

(904) 471-2400
FAX (904) 471-7060
e-mail lindap@aug.com

Linda H. Patterson
Executive Director

Board of Directors

Gary Dopson, M.D.
Chair, FHPC
City of Macclenny

G. Thomas Delaino, Ph. D.
Pensacola Junior College

Ruben J. King-Shaw, Jr.
FL Agency for Health
Care Administration

Bob Sharpe
FL Agency for Health
Care Administration

David L. Thomas, M.D., J.D.
Department of Corrections

ARTICLES OF DISSOLUTION

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 JUL -5 PM 1:09

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 Florida Healthcare Purchasing Cooperative, 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 _____ (Not Applicable) _____.

(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 May 9, 2001.

The number of directors in office was 5 and the vote for the resolution was 3 for and 0 against.

Effective date of dissolution June 30, 2001

Signed this 9th day of MAY, 2001.

Signature

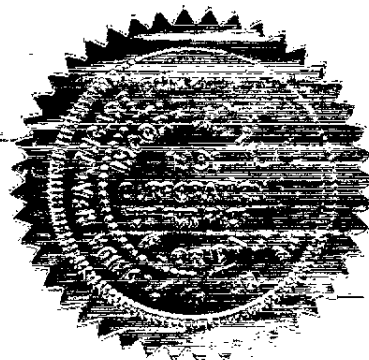
[Signature]
(By the Chairman or Vice Chairman of the Board, President or other officer)

Gary Dopson, M.D.

Typed or printed name

Chairman of the Board

Title



FLORIDA HEALTHCARE PURCHASING COOPERATIVE, INC.
PLAN FOR DISTRIBUTION OF ASSETS UPON DISSOLUTION

PURSUANT TO THE DECISION OF THE BOARD OF DIRECTORS OF THE FLORIDA HEALTHCARE PURCHASING COOPERATIVE, INC. TO DISSOLVE THE CORPORATION EFFECTIVE JUNE 30, 2001, the following Plan for Distribution of Assets is hereby adopted.

PROVISIONS:

1. All liabilities and obligations of the corporation have been paid or provisions have been made for payment of same.
2. All assets held by the corporation which were originally purchased with funds provided by the State of Florida have been released to the Cooperative for disposition as the Board determines. Any remaining assets requiring transfer or conveyance to another party must be so returned.
3. All remaining assets of the corporation are to be conveyed to other similarly organized groups. Consequently, for ease of transfer, unencumbered furniture and equipment remaining at the offices of FHPC have been examined by not-for profit organizations based in St. Augustine, Florida (headquarters of FHPC). Items desired by these organizations will be proffered as donations and picked up by the agencies on or about June 1, 2001. An inventory list of these items is attached. Books, reference materials, and similar resources will be donated to the local county library.
4. Unwanted items of furniture and equipment will be picked up by Salvation Army and used at their discretion.
5. Surplus office supplies remaining at the FHPC offices have also been made available to United Way and the Council on Aging and will be secured on the last day of FHPC's operation.
6. FHPC has funds in four bank accounts at the present time. These funds are to be consolidated and distributed as follows:

Checking Account - Bank of America, St. Augustine. This account holds funds of the FHPC corporation and will continue to be the primary account for so long as FHPC has need of check-writing capability.

FLORIDA HEALTHCARE PURCHASING COOPERATIVE, INC.

PLAN FOR DISTRIBUTION OF ASSETS UPON DISSOLUTION

Investment Account - Bank of America, St. Augustine. This account holds excess funds of the corporation, earning interest on a daily basis and providing overdraft protection for the corporate checking account. This account will remain open until all FHPC liabilities have been settled (including the outstanding lawsuit) and funds are ready for ultimate disposition.

Investment Account - State of Florida, Treasurer's Office. This account was liquidated on May 1 and funds will be wire transferred into the Investment Account at Bank of America and merged with existing funds for future disposition.

FirstUnion Account for the FHPC Plan, Tampa, Florida. This account has been modified as group activity and the daily balance have declined to reduce charges and earn maximum interest. The account will remain open until all claim checks have cleared. On or about September 1, 2001, the account will be closed and remaining funds will be merged with the Investment Account in St. Augustine for final disposition as the Board determines.

Final disposition of funds:

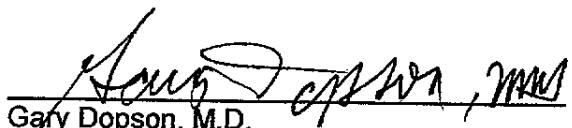
Upon completion of all activities necessary for wind-down of the corporation, remaining funds, if any, in any and all of FHPC's accounts shall be returned to the State of Florida.

7. All records of the Cooperative's activities will be transferred by or before June 30, 2001, to Tallahassee and stored according to state archive guidelines.

This Plan was approved by majority vote of the Board of Directors of Florida Healthcare Purchasing Cooperative, Inc. on May 9, 2001.

CERTIFICATION:

I hereby certify that this Plan for Distribution of Assets complies, to the best of our ability, with the requirements of section 617.1406 (2), Florida Statutes.


Gary Dopson, M.D.

Chairman of the Board of Directors