

N49295

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

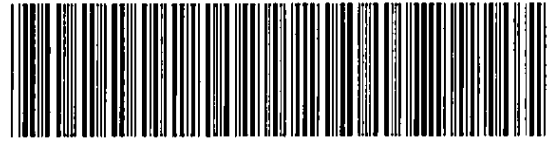
(Document Number)

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S. CHATHAM

JUN 26 2023

2023 APR 18 PM 11:18  
FBI

April 13, 2023

Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**RE: Articles of Dissolution and related enclosures; Document No. N49295**

Dear Sir or Madam:

Enclosed please find the following documents in connection with the dissolution of the GFWC Vero Beach Woman's Club, Inc. (Document No. N49295):

1. Cover Letter;
2. Articles of Dissolution;
3. Notice of Corporate Dissolution;
4. Plan of Distribution;
5. Exhibit A Distribution of Property;
6. Certificate of Compliance with 617.1406(1);
7. An additional hard copy of items 1 to 6; and
8. Check in the amount of \$43.75 (to cover filing fee & certified copy).

The aforementioned documents are submitted for filing.

Please return all correspondence concerning this matter to the following:

Iliana S. Malaret  
Gould Cooksey Fennell  
979 Beachland Blvd.  
Vero Beach, FL 32963

Sincerely,

  
Iliana S. Malaret

Enclosures as stated

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** Articles of Dissolution and related enclosures

**DOCUMENT NUMBER:** N49295

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

Please return all correspondence concerning this matter to the following:

Hiana S. Malaret

(Name of Contact Person)

Gould Cooksey Fennell

(Firm/Company)

979 Beachland Blvd.

(Address)

Vero Beach, Florida 32963

(City/State and Zip Code)

For further information concerning this matter, please call:

Hiana S. Malaret

at ( 772 )

532-1910

(Name of Contact Person)

(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:  
GFWC VERO BEACH WOMAN'S CLUB, INC.

SECOND: The document number of the corporation (if known): N49295

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

December 6, 2022

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: \_\_\_\_\_  
(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: Hiana S. Malaret

(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)

Hiana S. Malaret

(Typed or printed name of person signing)

Second Vice President

(Title of person signing)

Filing Fee: \$35

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## Notice of Corporate Dissolution

*This notice is submitted by the dissolved corporation named below for resolution of payment of unknown claims against this corporation as provided in s. 617.1407, F.S.*

*This "Notice of Corporate Dissolution" is optional and is not required when filing a voluntary dissolution.*

Name of Corporation: GFWC VERO BEACH WOMAN'S CLUB, INC.

*Date of dissolution will be the date the dissolution is filed with the Department of State or as specified in the Articles of Dissolution.*

*Description of information that must be included in a claim:*

Name, identification proof, and address, as well as the entire amount of the claim and supporting documentation.

*Mailing address where claims can be sent: (Claims cannot be sent to the Division of Corporations)*

PO Box 2466, Vero Beach, FL 32963

*A claim against the above named corporation will be barred unless a proceeding to enforce the claim is commenced within 4 years after the filing of this notice.*

Hiana S. Malaret

*Printed Name of the Person Filing*

*Hiana S. Malaret*

*Signature of the Person Filing*

**Fee: No charge if included with Articles of Dissolution. If filed separately \$35.00**

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### PLAN OF DISTRIBUTION

The following plan of distribution ("Plan") is submitted in compliance with section 617.1406, Florida Statutes and in accordance with the laws of any other applicable jurisdiction of incorporation.

1. The name and jurisdiction of the Receiving corporation:

Name	Jurisdiction	Principal Office Address
THE GFWC WOMEN'S CLUB OF VERO BEACH, INC.	Florida	1534 21 <sup>st</sup> Street Vero Beach, FL 32960

2. The name and jurisdiction of the Distributing corporation:

Name	Jurisdiction	Principal Office Address
GFWC VERO BEACH WOMAN'S CLUB, INC.	Florida	1534 21 <sup>st</sup> Street Vero Beach, FL 32960

3. The terms and conditions of the distribution are as follows:

All property owned by the Distributing Corporation, illustrated by the attached "**Exhibit A**" which contains a non-exhaustive list of the property held by the Distributing Corporation as of December 6, 2022, including any further acquired assets, shall be transferred to the Receiving Corporation.

4. A statement of any changes in the articles of incorporation of the Receiving Corporation to be effected by such distribution: None.

5. All liabilities and obligations of the corporation are to be paid and discharged or adequate provisions have been made therefor.

6. Assets held by the Receiving Corporation are subject to limitations permitting their use only for such educational or public purposes as will complete or continue undertakings for the public benefit which have already begun by the Receiving Corporation.

7. There are no other assets to be distributed in accordance with the provisions of articles of incorporation or bylaws to members, class of members or others.

8. There are no remaining assets to be distributed pursuant to this plan of distribution to any other person, trust, society, organization, domestic or foreign corporation, whether profit or not for profit.

9. No part of the net income shall inure to the benefit of any member or be distributable to its members or officers.

10. The names and addresses of the Directors of the Receiving Corporation are as follows:

Name	Address
Charlotte Terry	965 Beachcomber Road Vero Beach, FL 32963
Gail Alexander	5360 E. Harbor Village Dr. #304 Vero Beach, FL 32967
Ilana Malaret	501 Gardenia Lane Vero Beach, FL 32963
Ali Schlitt	25 Seahorse Lane Vero Beach, FL 32960
Lisa Mangel	1340 Willow Oak Circle Vero Beach, FL 32966
Kate Moor	2531 Atlantic Blvd. Vero Beach, FL 32960

11. All statements that are required by the laws of the jurisdiction(s) under which each non-Florida business entity that is a party to the distribution is formed, organized, or incorporated are as follows:

There are no non-Florida business entities that are parties to this distribution. Accordingly, no additional statements are required under the laws of the jurisdiction of Florida and, further, no additional statements are required in order to complete this distribution.

12. Additional non-binding understandings between the Distributing Corporation and the Receiving Corporation are as follows: None.

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**EXHIBIT A**  
**DISTRIBUTION OF PROPERTY**

Property being distributed by **GFWC Vero Beach Woman's Club, Inc.** ("VBWC"), to **The GFWC Women's Club of Vero Beach, Inc.** ("WCVB"), is all of the property held by the VBWC including but not limited to the following:

1. All funds from TD Bank Account No: 4419092674 in the name of GFWC Vero Beach Woman's Club, Inc.
2. That certain parcel of Real Property located at 1534 21<sup>st</sup> Street, Vero Beach, Fl 32960. ("the Building").
3. All items of tangible personal property owned by the VBWC.

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CLERK OF COURT  
VERO BEACH, FL



**CERTIFICATE OF COMPLIANCE WITH 617.1406(1)**

KNOW ALL MEN BY THESE PRESENTS:

GFWC VERO BEACH WOMAN'S CLUB, INC. (the "Club") hereby attests and certifies that in compliance with Section 617.1406(4), *Fla. Stat.*, the members of the Club voted in favor of dissolving the Club and in favor of the Plan of Distribution, a copy of which is being filed with the Department of State. This Certificate is being made, attested to, and filed with the Articles of Dissolution in compliance with Section 617.1406(4), *Fla. Stat.*

Date:

Gail O'Quinn  
Witness

Ilana S. Malaret  
Ilana S. Malaret  
Second Vice President.  
GFWC Vero Beach Woman's Club, Inc

Di [Signature]  
Witness

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**VERIFICATION**

The foregoing instrument was sworn to, subscribed and acknowledged before me this 13<sup>th</sup> day of April, 2023 by Ilana S. Malaret, Second Vice President of the GFWC Vero Beach Woman's Club, Inc., who is personally known to me or who has produced \_\_\_\_\_ as identification.

April S. Chiarella  
Notary Public  
My Commission  
Expires:  
(Notary Seal)

