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Legal Assistants: NIKKI WILSON MARTY MALDONADO

November 15, 2007

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

RE: MERCY & GRACE DELIVERANCE TEMPLE, INC.
N9300003264
Filing of Certificate of Compliance pursuant to
Fla. Stat. §617.1406(2)

Dear Sir:

Enclosed is the original Plan of Distribution of Assets of Mercy and Grace Deliverance Temple, Inc. (a non-profit dissolved corporation) for filing pursuant to Fla. Stat. §617.1406(2) and a Certificate of Compliance pursuant to Fla. Stat. §617.1406.(4), as required by the latter statute.

I have also enclosed a check in the amount of \$35.00 representing the filing fee and a check in the amount of \$8.75 to obtain a certified copy of the 2 page document. A copy of the plan of distribution and certificate is also enclosed for certification along with a self-addressed, stamped envelope for mailing a certified copy to this office.

If you have any questions regarding the foregoing, please do not hesitate to contact me.

Sincërely,

F.B. Estergren Of Counsel

FBE/nw

Enclosures

cc: Clarence Gainer w/enclosure

PLAN OF DISTRIBUTION OF ASSETS of the MERCY AND GRACE DELIVERANCE TEMPLE, INC, (617.1406(2)FS)

The following plan of distribution of assets of MERCY AND GRACE DELIVERANCE TEMPLE, INC., a Florida Non-Profit Corporation, document # N93000003264, dissolved October, 2002, is excerpted from the minutes of a special meeting of the last corporate Booard of directors/trustees, held Sept. 1, 2007, at 1400 Red Fox Ct., Apopka, Florida:

"Whereas neither the Articles of Incorporation nor the By-Laws of the corporation entitle the members of the corporation to vote on a plan of distribution of the corporate assets, and;

Whereas a majority of the members of the last Board of Directors/Trustees of the corporation have approved this plan of distribution by vote or ratification of the adopting resolution, BE IT RESOLVED that the following Plan of Distribution of Assets of the Mercy and Grace Deliverance Temple, Inc. was ADOPTED:

- (1) All obligations and liabilities of the corporation have been paid or shall be paid.
- (2) There are no assets of the corporation held upon condition that they be returned.
- (3) There are no assets held by the corporation subject to any limitation permitting use of such assets only for charitable, religious, eleemosynary, benevolent, educational or similar purposes.
- (4) Neither the Articles of Incorporation nor the By-laws of the corporation provide for distribution to or determination of the distributive rights of the members or any class of members or others.
- (5) That the only asset of the corporation, being the church parking lot as described in the deed to the corporation recorded at OR Book 1919 Page 1604 of the Public Records of Okaloosa County, Florida, be conveyed by the sole signature of the last President, Director/Trustee: Alee Donese Gainer Keeler, to her children, Clarence A. Gainer and Abigail Gainer, as joint tenants with the right of survivorship for the nominal consideration of \$1.00 by Special Warranty Deed."

CERTIFICATE OF COMPLIANCE

Pursuant to 617.1406(4)F.S., the undersigned President, Director, Pastor of Mercy and Grace Deliverance Temple, Inc., a dissolved Florida non-profit corporation, certifies that the corporation has complied with subsection (2) of 617.1406 F.S. and that the Plan of Distribution set forth in the foregoing minutes of a special meeting of the corporation was adopted by vote or ratification of said plan by a majority of the last Board of Directors of the corporation in office at the time of dissolution.

Alee Donese Gainer Keeler President/Director

STATE OF FLORIDA COUNTY OF ORGANGE

Alee Donese Gainer Keeler, being duly sworn upon oath, deposes and says that the foregoing Certificate of Compliance is true and correct.

Alee Donese Gainer Keeler

day of

Sworn to and subscribed to before me this / , 2007 at Apopka, Florida.

October

Notary Public