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Florida Department of State

Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 617-6380

From:

Account Name : INCORPORATING SERVICES FL
Account Number : I20050000052
Phone : (302) 531-0855
Fax Number : (850) 656-7953**DISSOLUTION OR WITHDRAWAL
TOWNE FAMILY FOUNDATION, INC.**

| | |
|-----------------------|---------|
| Certificate of Status | 0 |
| Certified Copy | 0 |
| Page Count | 04 |
| Estimated Charge | \$35.00 |

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PLAN OF DISTRIBUTION OF ASSETS
OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TOWNE FAMILY FOUNDATION, INC.

under Section 617.1406 of the Florida Statutes

1. All liabilities and obligations of the corporation will be paid or discharged.
2. The corporation holds no assets (a) upon condition requiring return, transfer, or conveyance, which condition occurs by reason of the dissolution or (b) subject to limitations permitting their use only for charitable, religious, eleemosynary, benevolent, educational, or similar purposes.
3. Pursuant to Article EIGHTH of the corporation's articles of incorporation, the assets which were received and held by the corporation only for charitable purposes as the term is used in Section 501(c)(3) of the Internal Revenue Code, but not held upon a condition requiring return, transfer, or conveyance by reason of dissolution, shall be distributed in the following amounts to the following organizations:

| <u>Name and Address</u> | <u>Amount</u> |
|--|---------------|
| Cystic Fibrosis Foundation | \$50,000 |
| Buffalo and Erie County Public Library | 5,000 |
| Smile Train | 20,000 |
| RTS | 5,000 |
| City Team Ministries | 5,000 |
| P.E.O. Elf | 50,000 |
| Orbis International | 5,000 |
| Shepherd's Gate | 10,000 |
| Food For The Poor | 5,000 |
| Heafer International | 5,000 |

| | |
|--|--------|
| Americares | 2,500 |
| Lindsay Wildlife Museum | 2,000 |
| World Vision | 2,500 |
| John Wayne Cancer Institute | 5,000 |
| Cradle Beach Camp | 10,000 |
| Habitat for Humanity | 5,000 |
| Volunteer of America | 5,000 |
| Project Hope | 5,000 |
| Clayton Valley Concord Sunrise Rotary | 1,500 |
| Focus on the Family | 2,974 |
| Prisoner Fellowship | 2,000 |
| UNICEF | 2,600 |
| Bay Area Rescue Mission | 2,000 |
| Clayton Community Church/World Vision Malaria Nets | 2,480 |
| Parents Television Council | 1,000 |
| Christian Appalachian Project | 2,000 |
| M.A.D.D. | 1,000 |
| Salvation Army/Ft. Lauderdale | 2,500 |

All of the above-listed organizations are organizations which have been recognized as exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code.

4. The corporation holds no other assets, including without limitation, other assets to be distributed in accordance with its articles of incorporation, bylaws, or this plan of distribution of assets.

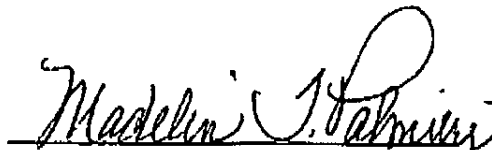
OFFICER'S CERTIFICATION

The undersigned officer hereby certifies that:

1. The foregoing Plan of Distribution of Assets is an authentic copy of the Plan of Distribution of Assets adopted by the board of directors of the corporation.

2. The foregoing Plan of Distribution of Assets was duly adopted by vote of the board of directors of the corporation in compliance with Section 617.1406(2) of the Florida Statutes, there being no members of the corporation.

Dated: 12/27, 2011



Madelin T. Palmieri, President

See attached CA Notary Certificate 