

N94000006153

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

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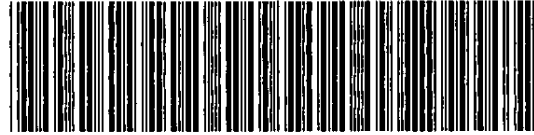
(Business Entity Name)

(Document Number)

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DEPARTMENT OF REVENUE
DIVISION OF CORPORATIONS
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
TALLAHASSEE, FLORIDA

AR
5/11/09

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Sarasota Retina Institute
Research Foundation, INC.

Thank
you!
☺

Signature

Requested by:

Christina

Name

5/1

Date

PM

Time

Walk-In

Will Pick Up

Art of Inc. File _____
LTD Partnership File _____
Foreign Corp. File _____
L.C. File _____
Fictitious Name File _____
Trade/Service Mark _____
Merger File _____
Art. of Amend. File _____
RA Resignation _____
✓ Dissolution / Withdrawal _____
Annual Report / Reinstatement _____
✓ Cert. Copy _____
✓ Photo Copy _____
Certificate of Good Standing _____
Certificate of Status _____
Certificate of Fictitious Name _____
Corp Record Search _____
Officer Search _____
Fictitious Search _____
Fictitious Owner Search _____
Vehicle Search _____
Driving Record _____
UCC 1 or 3 File _____
UCC 11 Search _____
UCC 11 Retrieval _____
Courier _____

ARTICLES OF DISSOLUTION
OF
SARASOTA RETINA INSTITUTE RESEARCH FOUNDATION, INC.

FILED

09 MAY -1 PM 3:23

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to §617.1403, Fla. Stat., this Florida not-for profit corporation submits the following Articles of Dissolution:

1. The name of the corporation as currently filed with the Department of State is SARASOTA RETINA INSTITUTE RESEARCH FOUNDATION, INC.

2. The document number of the corporation is N94000006153.

3. Pursuant to §§617.0701 and 617.0821, Fla. Stat., all of the Members and all of the Directors of the corporation have adopted by written consent to dissolve the corporation.

4. The effective date of the dissolution shall be upon the filing of these Articles of Dissolution.

Executed on April 21, 2009.

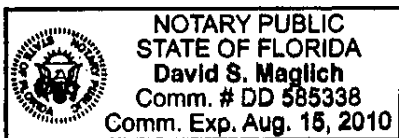
SARASOTA RETINA INSTITUTE
RESEARCH FOUNDATION, INC.,
a Florida not-for-profit corporation

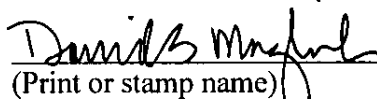
By: 
MELVIN C. CHEN, M.D., President

STATE OF FLORIDA

COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me on April 21, 2009, by MELVIN C. CHEN, M.D., as President of SARASOTA RETINA INSTITUTE RESEARCH FOUNDATION, INC., who ☒ is personally known to me or ☐ has produced _____ as identification.




(Print or stamp name)
Notary Public
Serial Number (if any) _____
Commission Expiration Date _____

**CERTIFICATE OF PLAN OF DISTRIBUTION
OF
SARASOTA RETINA INSTITUTE RESEARCH FOUNDATION, INC.**

The undersigned certifies that set forth below is a copy of the Resolutions for the Plan of Distribution for Sarasota Retina Institute Research Foundation, Inc., a Florida not-for-profit corporation, which Resolutions were properly adopted by all the Corporation's Members and Directors on April 21, 2009, have not been modified or rescinded, and are still in effect.

1. That the undersigned Members and Board of Directors have determined that it is in the best interest of the Corporation to dissolve the Corporation and completely liquidate and distribute the Corporate assets.

2. That the following plan of distribution of the Corporation is hereby adopted:

a. Melvin C. Chen, M.D., as President of the Corporation, shall distribute in liquidation to organizations of his choosing that are exempt from federal income taxation under §501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Charitable Entities"), in cash or in kind, all of the assets of the Corporation, if any, by executing and delivering to the Charitable Entities all necessary deeds and documents of conveyance and by transferring and assigning to the Charitable Entities all other assets of the Corporation.

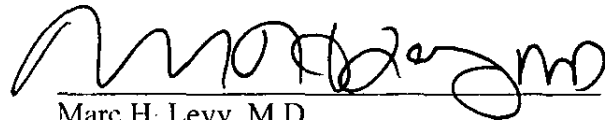
b. Prior to the date that the assets of the Corporation are distributed to the Charitable Entities in liquidation, the Corporation shall pay all of its ascertainable liabilities (other than mortgages on real estate conveyed subject to the mortgages) to the extent of the Corporation's assets, and if possible, shall set aside a reasonable reserve in cash for payment of any unascertained or contingent liabilities and expenses of the Corporation. Any balance remaining in such reserve after the payment of liabilities and expenses shall be distributed to the Charitable Entities. There being no unascertained liabilities of the Corporation, and there being

no contingent, conditional or unmatured claims known to the Corporation nor any claims known to the Corporation that have unknown claimants, the Corporation does not intend to set aside any reserves for any such liabilities or claims at this time.

c. Upon distribution of all of the assets of the Corporation in complete liquidation, the Directors of the Corporation shall instruct the Corporation's accountant to close the books of the Corporation and to prepare and file a final federal income tax return and, if necessary, a State of Florida income tax return, on behalf of the Corporation.

d. The President of the Corporation shall cause to be filed with the Department of State, State of Florida, all necessary documents pursuant to the provisions of §617.1403, Florida Statutes, to effect a complete statutory dissolution of the Corporation. Following the filing of the Corporation's Articles of Dissolution the Officers and Directors of the Corporation shall have all powers conferred by §617.1405, Florida Statutes, to adopt all resolutions, execute all documents, file all papers and take whatever actions they deem necessary or desirable for the purpose of effecting the complete liquidation and dissolution of the Corporation, so long as any such action is consistent with Florida law and with the Corporation's Articles of Incorporation and Bylaws.

Dated: April 21, 2009.



Marc H. Levy, M.D.
Secretary