

N95000001128

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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diss

C. Coulllette AUG 11 2005



CORPORATION SERVICE COMPANY'

ACCOUNT NO. : 072100000032

REFERENCE : 535853 6099A

AUTHORIZATION :

COST LIMIT : \$ 35.00

*Patricia Pizento*

ORDER DATE : August 11, 2005

ORDER TIME : 10:04 AM

ORDER NO. : 535853-005

CUSTOMER NO: 6099A

CUSTOMER: Martin V. Katz, Esq.  
Moyle Flanigan Katz Raymond &  
P.O. Box 3888  
West Palm Beach, FL 33402-3888

DOMESTIC FILINGS

NAME: ANIMAL RESCUE FORCE, INC.

XX ARTICLES OF DISSOLUTION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

           CERTIFIED COPY  
XX            PLAIN STAMPED COPY  
           CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight - EXT# 2956

EXAMINER'S INITIALS: \_\_\_\_\_

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## 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:

Animal Rescue Force, Inc.

SECOND: The document number of the corporation (if known): N95000001128

THIRD: 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  
\_\_\_\_\_

(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 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 August 9, 2005

The number of directors in office was 19 and the vote for resolution was

11 for and 8 against. (must be a majority vote)

FOURTH: Effective date of dissolution if applicable: Immediately Upon Filing  
(no more than 90 days after dissolution file date)

Signed this 9th day of August, 2005

Signature

Marilyn Greenberg  
(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 )

Marilyn Greenberg

(Typed or printed name of the person signing)

President

(Title of person signing)

FILING FEE: \$35

### PLAN OF DISTRIBUTION OF ASSETS

Pursuant to Section 617.1406, Florida Statutes, this Florida not for profit corporation adopts the following Plan of Distribution of Assets:

1. The name of the corporation as currently filed with the Florida Department of State is Animal Rescue Force, Inc.
2. The document number of the corporation is N95000001128.
3. The corporation has no members entitled to vote on the Plan of Distribution.
4. The date of adoption of the Plan of Distribution of Assets by the Board of Directors was August 9, 2005.
5. The number of directors in office was 19 and the vote for the Plan of Distribution of Assets was 11 for and 8 against.
6. The Plan of Distribution of Assets provides that all liabilities and obligations of the corporation be paid and discharged immediately.
7. Any assets remaining after the payment of liabilities and obligations of the corporation shall be distributed to the following 501(c)(3) charitable organizations:

|   |                                    |
|---|------------------------------------|
| Animals 101, Incorporated   | \$10,000.00                        |
| Adopt a Foundation, Incorporated                                      | \$25,000.00                        |
| Florida Boxer Rescue, Incorporated                                    | \$50,000.00                        |
| Palm Beach Animal Care and Control<br>(Spay Shuttle Donation Account) | \$75,000.00                        |
| Peggy Adams Animal Rescue League                                      | Pet Mobile and<br>Remaining Assets |

Signed this 9<sup>th</sup> day of August, 2005.

Marilyn Greenberg  
Marilyn Greenberg  
as President of Animal Rescue Force, Inc.

STATE OF FLORIDA )

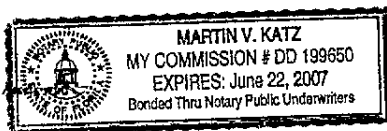
COUNTY OF PALM BEACH )

Before me, the undersigned authority, personally appeared MARILYN GREENBERG, who acknowledged before me that she signed the foregoing document for the purposes therein expressed this 9 day of August, 2005. She is personally known to me or she produced \_\_\_\_\_ as identification.

\_\_\_\_\_  
Notary Public  
Print Name: \_\_\_\_\_  
My Commission Expires: \_\_\_\_\_

(SEAL)

G:\USERS\Katzm\Plan of Distribution of



**OFFICER'S CERTIFICATE OF COMPLIANCE**

The undersigned President of Animal Rescue Force, Inc., hereby certifies the following:

The attached Plan of Distribution of Assets was adopted by the Board of Directors of Animal Rescue Force, Inc., in compliance with subsection 2 of section 617.1406, Florida Statutes.

DATED: August 9, 2005

Marilyn Greenberg  
Marilyn Greenberg  
as President of Animal Rescue Force, Inc.

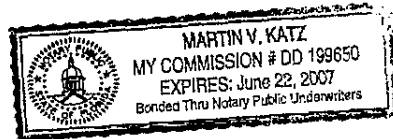
STATE OF FLORIDA )

COUNTY OF PALM BEACH )

Before me, the undersigned authority, personally appeared MARILYN GREENBERG, who acknowledged before me that she signed the foregoing document for the purposes therein expressed this 9th day of August, 2005. She is personally known to me or she produced \_\_\_\_\_ as identification.

[Signature]  
Notary Public  
Print Name: \_\_\_\_\_  
My Commission Expires: \_\_\_\_\_

(SEAL)



**MINUTES OF THE MEETING  
OF THE BOARD OF DIRECTORS  
OF  
ANIMAL RESCUE FORCE, INC.**

A meeting of the Board of Directors of Animal Rescue Force, Inc., a Florida corporation, was held at 625 North Flagler Drive, 9<sup>th</sup> Floor, West Palm Beach, Florida 33401 on the 9<sup>th</sup> day of August, 2005, at 7:00 p.m. There were present in person or by telephone the following persons:

|                          |                          |
|--------------------------|--------------------------|
| <u>Marilyn Greenberg</u> | <u>Dale Cole</u>         |
| <u>Lori Bronson</u>      | <u>Jo Anne Garretson</u> |
| <u>Burton Greenberg</u>  | <u>Niki Gottesman</u>    |
| <u>Linda Landers</u>     | <u>Lynn Henderson</u>    |
| <u>Marlene Hacker</u>    | <u>Kristine Kerr</u>     |
| <u>Toby Aaron</u>        | <u>Kristen Larson</u>    |
| <u>Marjorie Alpert</u>   | <u>Barbara Pan</u>       |
| <u>Marian Bacon</u>      | <u>Sherri Wolfe</u>      |
| <u>Robert Cohen</u>      |                          |
| <u>Roni Cohen</u>        |                          |
| <u>Zelda Cohen</u>       |                          |

Upon motion duly made, seconded and carried (for 11 and against 8 ), it was:

**RESOLVED:**

That the corporation suspend all operations immediately and file Articles of Dissolution with the Secretary of State's office dissolving the corporation.

Upon motion duly made, seconded and carried (for 11 and against 8 ), it was:

**RESOLVED:** that the following Plan of Distribution of assets be implemented immediately.

All debts, liabilities and obligations of the corporation shall be paid forthwith and the balance of the assets thereafter remaining shall be distributed as follows:

|   |                                    |
|---|------------------------------------|
| Animals 101, Incorporated   | \$10,000.00                        |
| Adopt a Foundation, Incorporated                                      | \$25,000.00                        |
| Florida Boxer Rescue, Incorporated                                    | \$50,000.00                        |
| Palm Beach Animal Care and Control<br>(Spay Shuttle Donation Account) | \$75,000.00                        |
| Peggy Adams Animal Rescue League                                      | Pet Mobile and<br>Remaining Assets |

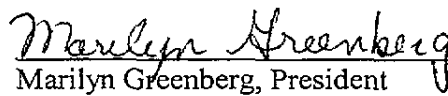
Upon motion duly made, seconded and carried (for 11 and against 8 ), it was:

RESOLVED, that the president of the corporation is authorized to make distributions, and sign and file documents, in accordance with the foregoing to effectuate the said Plan of Distribution of Assets and the dissolution of the corporation.

Upon motion duly made, seconded and carried (for 11 and against 8 ), it was:

RESOLVED: that the meeting be adjourned.

DATED: August 9, 2005.

  
Marilyn Greenberg, President