

FROM HOLLAND & KNIGHT TALLAHASSEE, FLORIDA

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N95000002784

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Division of Corporations
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DISSOLUTION

WEST CENTRAL FLORIDA LITERACY CONSORTIUM, INC.

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FROM HOLLAND & KNIGHT TAMPA

(MON) 1.12'04 14:50/ST.14:49/NO.4260953526 P 2



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

January 12, 2004

WEST CENTRAL FLORIDA LITERACY CONSORTIUM, INC.
2900 HIBISCUS DR W
BELLEAIR BEACH, FL 3378608

SUBJECT: WEST CENTRAL FLORIDA LITERACY CONSORTIUM, INC.
REF: N95000002784

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Teresa Brown
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF DISSOLUTION FOR
WEST CENTRAL FLORIDA LITERACY CONSORTIUM, INC.
A FLORIDA CORPORATION NOT-FOR-PROFIT**

1. The name of this corporation is WEST CENTRAL FLORIDA LITERACY CONSORTIUM, INC., a Florida corporation not-for-profit.
2. The Charter number of this corporation on file with the Secretary of State, State of Florida, is N95000002784.
3. There are currently no members of this corporation and, under this corporation's articles any member of this corporation would not be entitled to vote.
4. The directors of this corporation adopted the resolution to dissolve the corporation (the "Resolution") by written consent on 1/3, 2008.
5. At the time of the adoption of the Resolution, there were six directors in office and six directors voted to approve the Resolution.
6. The dissolution of this corporation shall be effective upon the filing of these Articles with the Secretary of State, State of Florida.
7. A copy of the plan of distribution of assets of the corporation duly authenticated and certified by an officer of the corporation is attached to these Articles.

Dated this 8th day of January, 2008.



Joe Perez, President

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FROM HOLLAND & KNIGHT TAMPA

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OFFICER'S CERTIFICATE

I, the undersigned, Joe Perez, as the President of WEST CENTRAL FLORIDA LITERACY CONSORTIUM, INC. (the "Corporation"), a not-for-profit corporation organized and existing under the laws of the State of Florida, do hereby certify that the attached plan of distribution of the Corporation was approved by resolution adopted by the unanimous written consent of the directors on

1/8/04

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 8th day of January, 2004.

By: 

Joe Perez, President

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PLAN OF DISTRIBUTION

1. As soon as practicable, the Corporation, by its duly authorized officers and directors, shall to the extent of available assets of the Corporation first pay any expenses of the dissolution of the Corporation and next pay any remaining liabilities of the Corporation to third parties and in connection with such payments obtain full discharge of such expenses and liabilities;

2. To the knowledge of the undersigned, no assets of the Corporation are held upon condition requiring return, transfer or conveyance, which condition occurs by reason of the dissolution;

3. With the exception of the Corporation's Articles and Bylaws and the Internal Revenue Code of 1986, as amended, to the knowledge of the undersigned, no assets received and held by the Corporation are subject to limitations permitting their use only for charitable, religious, benevolent, educational, or similar purposes;

4. All assets remaining after the payments in paragraph 1 above (if any), shall be distributed to organizations that meet the requirements of the Corporation's Articles of Incorporation;

5. The officers of the Corporation shall, in their sole discretion, determine which organizations shall receive the distributions (and the amount of such distributions to each of such organizations) discussed in paragraph 5 above;

6. The proper officers of the Corporation shall take such actions as in their discretion they consider necessary, appropriate or convenient to cause the dissolution of the Corporation;

7. The proper officers of the Corporation shall cause to be filed Articles of Dissolution with the Florida Secretary of State and all other forms and documents required by governmental authorities, including tax returns, as soon as possible after dissolution of the Corporation; and

8. The officers and directors of the Corporation shall be empowered, authorized and directed to take all action and execute all instruments as they may consider necessary, appropriate or convenient to carry out the provisions of this resolution, and to adopt any further resolutions that may be necessary or desirable in furtherance of the dissolution of the Corporation in accordance with this resolution.

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