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DISSOLUTION

SOCIETY FOR THE PRESERVATION OF SOUTHERN HISTORY, IN

Certificate of Status	0
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ARTICLES OF DISSOLUTION
OF
SOCIETY FOR THE PRESERVATION OF SOUTHERN HISTORY, INC.

The undersigned, constituting the President and the Secretary of SOCIETY FOR THE PRESERVATION OF SOUTHERN HISTORY, INC. hereby certify and affirm that the following are true and correct:

1. The name of Corporation: SOCIETY FOR THE PRESERVATION OF SOUTHERN HISTORY, INC.

2. Adoption of Dissolution: The corporation has only non-voting members. The date of adoption of the Resolution by the Board of Directors was June 5, 1999. The number of directors in office was 3, and the vote for the resolution was unanimous.

3. Debts, Obligations and Liabilities: All debts, obligations and liabilities of SOCIETY FOR THE PRESERVATION OF SOUTHERN HISTORY, INC., have been paid or discharged, or, adequate provision for same has been satisfactorily made in order to wind up the affairs of the corporation.

4. Property and Assets: All property and assets of SOCIETY FOR THE PRESERVATION OF SOUTHERN HISTORY, INC., will be distributed to the Gamble Plantation, or its designate, so long as it is an organization qualifying as a 501(c)(3) organization, in accordance with its rights and interests after such assets were used to satisfy the liabilities and obligations of SOCIETY FOR THE PRESERVATION OF SOUTHERN HISTORY, INC.

5. Pending Action: There are no actions pending against SOCIETY FOR THE PRESERVATION OF SOUTHERN HISTORY, INC., in any court.

6. Board Action: Attached hereto is an executed copy of the written consent of the Board of Directors, to dissolve the corporation.

Prepared by:
Frank Jakes, Esq.
100 N. Tampa St., Ste. 1800
Tampa, FL 33602
813-225-2500
Florida Bar Number: 0372226

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7. Effective Date: These Articles of Dissolution were approved on the 5th day of June, 1999, and shall be effective as of that same date.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Dissolution on the 5th day of June, 1999.

SOCIETY FOR THE
PRESERVATION OF SOUTHERN
HISTORY, INC., a Florida not for
profit corporation

By:

Pamela Steele-Cosentino
Pamela Steele-Cosentino, President

Attest:

Shelly S. Jakes
Shelly S. Jakes, Secretary

184712.01

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CERTIFIED COPY OF MINUTES OF SPECIAL
MEETING OF THE BOARD OF DIRECTORS
OF
SOCIETY FOR THE PRESERVATION OF SOUTHERN HISTORY, INC.

A Special Meeting of the Board of Directors was held in Tampa, Florida on the 5th day of June, 1999, pursuant to waiver of notice thereof.

Pamela Steele-Cosentino, as the President of the corporation, presided at the meeting as President. Shelly S. Jakes, as the Secretary/Vice President of the corporation presided at the meeting as Secretary.

Pamela Steele-Cosentino, Shelly S. Jakes and Kristin McKenzie Armitage, as the Officers and Directors of the corporation waived notice of meeting.

The President announced that the purpose of the meeting was to discuss and act upon a proposal to liquidate and dissolve the corporation. After careful consideration, the following resolution was unanimously adopted by the Board of Directors:

RESOLVED, that the following plan of complete liquidation of SOCIETY FOR THE PRESERVATION OF SOUTHERN HISTORY, INC., in accordance with the provisions of Sections 331 and 336 of the Internal Revenue Code of 1986, as amended, be and is hereby adopted:

1. The officers and directors are authorized and directed to proceed promptly to wind up the corporation's affairs, to collect and reduce to possession its assets and to pay or provide for its liabilities.
2. As soon as possible, counsel for the corporation shall file an Articles of Dissolution of the corporation with the Secretary of the State of Florida, and the officers of the corporation are authorized to execute all documents necessary in connection with the dissolution.
3. The corporation's assets shall be distributed to Gamble Plantation, or its designate, so long as it is an organization qualifying as a 501(c)(3) organization, in accordance with its rights and interests after such assets were used to satisfy the liabilities and obligations of SOCIETY FOR THE PRESERVATION OF SOUTHERN HISTORY, INC.

4. The officers shall wind up the affairs of the corporation; pay or provide for its liabilities; establish a reserve in a reasonable amount to meet the known liabilities and liquidating expenses and estimated unascertained or contingent liabilities and continued expenses, if they deem such reserve desirable; distribute the sales proceeds and any other assets, take all appropriate and necessary action to dissolve the corporation under Florida law.

There being no further business to come before the meeting, the meeting was duly adjourned.

The undersigned certifies and affirms that the aforementioned minutes properly evidence the actions taken by the President and Officers of SOCIETY FOR THE PRESERVATION OF SOUTHERN HISTORY, INC., at a properly-held meeting.


Shelly S. Jakes, Vice President/Secretary

STATE OF FLORIDA)

COUNTY OF HILLSBOROUGH)

The foregoing instrument was acknowledged before me this 5th day of June, 1999, by Shelly S. Jakes, as Vice President and Secretary of SOCIETY FOR THE PRESERVATION OF SOUTHERN HISTORY, INC., a Florida not for profit corporation, on behalf of the corporation. Said individual:

☒ (a) is personally known to me;
OR

☐ (b) has produced _____ (type of identification) as identification.


(Signature of Notary Public)

JOYCE A. SANDERS
(Print, Type or Stamp Commissioned Name of Notary Public)

Date of Expiration and Number of Commission:

184712.01

