

N96000003223

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

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WAIT

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MAIL

(Business Entity Name)

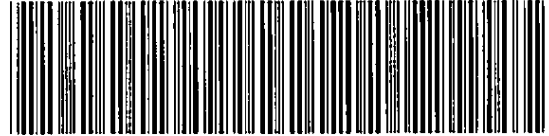
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Certified Copies _____

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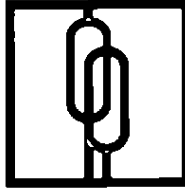
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2023 DEC -7 AM 11:56
FILING OFFICE
CLERK

*Dissolution
w/ notice*

JAN 10 2024

D CUSHING



**REED
MAWHINNEY &
LINK**

attorneys at law

J. Kemp Brinson
Joseph A. Geary*
William T. Link, Jr.
Joseph P.
Mawhinney*
Andrew M. Reed

Fifty-Three Lake Morton Drive, Suite 100, Lakeland, FL 33801

863.687.1771 • www.polklawyer.com

December 5, 2023

Amendment Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street
Tallahassee, FL 32303

Re: Florida Drycleaners' Coalition, Inc.
Document Number N96000003223

Dear Sir/Madame:

Regarding the above-referenced not-for profit corporation, enclosed for filing/processing please find the following items:

- Cover Letter;
- Florida Drycleaners' Coalition, Inc.'s Check No. 1410 in the sum of \$52.50 for the Filing Fee, Certificate of Status and Certified Copy of (filed) Articles;
- Articles of Dissolution;
- Notice of Corporate Dissolution; and
- Original "Consent Action of the Directors approving Plan of Distribution of Corporate Assets", filed in accordance with § 617.1406(2), Fla. Stat.

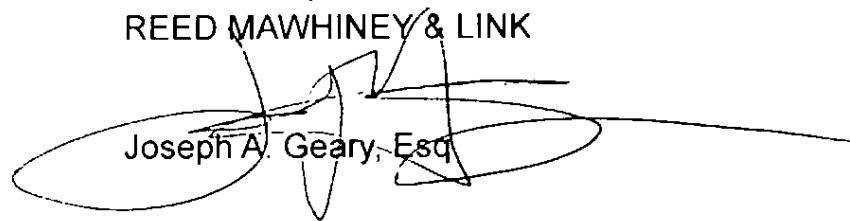
2023 DEC -7 AM 11:55
SECRETARY OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FL 32303

Amendment Section
Division of Corporations
Florida Drycleaners' Coalition, Inc.
Doc. Number N96000003223
Articles of Dissolution, etc.
Page 2 of 2

If you have any questions regarding the enclosed items, please contact the undersigned. Thank you.

Sincerely,

REED MAWHINEY & LINK

A handwritten signature in black ink, appearing to read "Joseph A. Geary, Esq.", is written over the printed name. The signature is stylized with a large, sweeping loop and a long horizontal line extending to the right.

Joseph A. Geary, Esq

Enclosures (as stated)

Copies to (via e-mail only):

Florida Drycleaners Coalition, Inc.
Attention: Gregory B. Myers, CEO/Director

2022 DEC -7 AM 11:56
17:57

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Florida Drycleaners' Coalition, Inc.

DOCUMENT NUMBER: N96000003223

The enclosed **Articles of Dissolution** and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Joseph A. Geary, Esq.

(Name of Contact Person)

Reed Mawhinney & Link

(Firm/Company)

53 Lake Morton Drive, Suite 100

(Address)

Lakeland, FL 33801

(City/State and Zip Code)

For further information concerning this matter, please call:

Joseph A. Geary, Esq.

(Name of Contact Person)

at (863)

(Area Code)

687-1771

(Daytime Telephone Number)

Enclosed is a check for the following amount:

☐ \$35 Filing Fee ☐ \$43.75 Filing Fee & Certificate of Status ☐ \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed) ☒ \$52.50 Filing Fee, Certificate of Status & Certified Copy (Additional copy is enclosed)

Mailing Address:

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:

Amendment Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

2023 DEC -7 AM 11:56

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:

Florida Drycleaners' Coalition, Inc.

SECOND: The document number of the corporation (if known): N96000003223

THIRD: Adoption of Dissolution
(COMPLETE SECTION I OR II)

SECTION I

If the corporation has members entitled to vote:

(CHECK/COMPLETE ONE)

☐ The date of meeting of members at which the resolution to dissolve was adopted

_____. The number of votes cast by the members was sufficient for approval.

☐ The resolution was adopted by written consent of the members and executed in accordance with section 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 November 30, 2023

The number of directors in office was 3 and the vote for resolution was 3 for and 0 against. (Must be a majority vote)

FOURTH Effective date of dissolution, if applicable: November 30, 2023

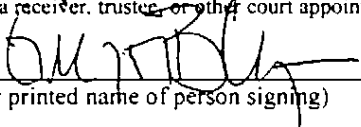
(no more than 90 days after dissolution file date)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

Signature: 

(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)

Gregory B. Myers


(Typed or printed name of person signing)

Chief Executive Officer/Director

(Title of person signing)

Filing Fee: \$35

Notice of Corporate Dissolution

This notice is submitted by the dissolved corporation named below for resolution of payment of unknown claims against this corporation as provided in s. 617.1407, F.S.

This "Notice of Corporate Dissolution" is optional and is not required when filing a voluntary dissolution.

Name of Corporation: Florida Drycleaners' Coalition, Inc.

Date of dissolution will be the date the dissolution is filed with the Department of State or as specified in the Articles of Dissolution.

Description of information that must be included in a claim:

Name, Address, Telephone Number and e-mail of Claimant, and copies of all documentation supporting the claim.

Mailing address where claims can be sent: (Claims cannot be sent to the Division of Corporations)

Send to: Florida Drycleaners' Coalition, Inc., ATTENTION: GREGORY B. MYERS


c/o Garment Care Pros at Southside Cleaners.

901 Florida Ave S, Lakeland, FL 33803

A claim against the above named corporation will be barred unless a proceeding to enforce the claim is commenced within 4 years after the filing of this notice.

GREGORY B. MYERS

Printed Name of the Person Filing


Signature of the Person Filing

Fee: No charge if included with Articles of Dissolution. If filed separately \$35.00

CONSENT ACTION OF THE DIRECTORS
APPROVING PLAN OF DISTRIBUTION OF CORPORATE ASSETS

RECITALS

WHEREAS, the undersigned, being all of the Directors of **FLORIDA DRYCLEANERS COALITION, INC.** ("the Corporation"), desire to proceed with the dissolution of the Corporation and, upon dissolution of the Corporation, donate certain assets by gift to Southeastern Fabricare Association ("SEFA"), SEFA being a charitable entity that the Directors believe will best continue to promote the underlying purposes of Corporation, namely legislative advocacy within the State of Florida, as set forth in Paragraph 4, below; and

WHEREAS, the Directors, in accordance with **Section 617.1406(2), Florida Statutes** have prepared for adoption the "Plan of Distribution of Corporate Assets" set forth below, for filing with the State of Florida Division of Corporations;

RESOLUTION AND ACTION

NOW, THEREFORE, the undersigned Directors of the Corporation by this Consent Action hereby unanimously **RESOLVE AND APPROVE** on the date set forth hereinbelow, the following "Plan of Distribution" ("the Plan") and the actions to be taken by the Corporation to implement the said Plan:

1. All liabilities and obligations of the Corporation shall be paid and discharged, or adequate provisions be made therefor. At this time, and after due diligence, the Corporation has no liabilities or monetary or non-monetary obligations **except:** payment of reasonable attorney's fees of the Corporation's legal counsel rendered in connection with the dissolution of the Corporation, and reasonable fees of the Corporation's Certified

Public Accountant rendered in connection with the preparation of the Corporation's final federal and state income tax returns. At this time, these liabilities are contingent only.

2. The Corporation neither has nor holds any assets, including real property or personal property (either tangible or intangible) upon condition requiring return, transfer, or conveyance, which condition occurs by reason of the Corporation's dissolution.

3. The Corporation has neither received nor holds any assets including real property or personal property (either tangible or intangible) subject to limitations permitting their use only for charitable, religious, eleemosynary, benevolent, educational, or similar purposes, but not held upon a condition requiring return, transfer, or conveyance by reason of the dissolution, be transferred or conveyed to one or more domestic or foreign corporations, trusts, societies, or organizations engaged in activities substantially similar to those of the dissolving corporation, as provided in the plan of distribution of assets.

4. The Corporation currently has funds in its demand and deposit account at Bank of Central Florida (as of 11/20/2023 \$21,123.95). These funds represent the only asset of the Corporation. From these funds, the Corporation plans to distribute what remains, after payment of professional fees, as a donation to a non-profit dry cleaning industry trade organization, namely the aforementioned SEFA, which organization the directors of the Corporation have, in their discretion and sound business judgment, chosen to receive this gift. This distribution is in accordance with the provisions of the Amended Articles of Incorporation of the Corporation.

5. The directors further hereby direct the President of the Corporation to file with the Florida Department of State a copy of this Plan of Distribution of Assets,

authenticated by the President of the Corporation, together with a certificate attesting to the Corporation's compliance with the requirements of Section 617.1406(2), Florida Statutes.

6. The Effective Date of this Resolution, Consent Action and Plan of Distribution shall be November 20, 2023

Dated this 13th day of November, 2023, but effective as of the Effective Date.



GREGORY B. MYERS, Director
AND CHIEF EXECUTIVE OFFICER GBM

Dated this 20 day of November, 2023, but effective as of the Effective Date.



RICHARD J. MILLER, Director

Dated this 20 day of November, 2023, but effective as of the Effective Date.



LANG HOUSTON, Director