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September 12, 2001

Florida Secretary of State
Division of Corporation
P.O. Box 6327
Tallahassee, FL 32314
ATTN: Susan Payne

700004616457--3
-09/28/01--01009--014
*****35.00 *****35.00

**Re: Syd & Dora Hoff Osteoporosis Foundation, Inc.
Our File No. R38.003**


Dear Susan:

Pursuant to your request, enclosed please find the following:

1. Original "Plan of Distribution of Assets" as resolved by the Directors of the above referenced non-profit corporation and authenticated by Mr. Syd Hoff.
2. Our firm's check no. 26641 in the sum of \$35.00 made payable to the Secretary of State for filing same.

Upon receipt and filing, please forward to us a copy of the Plan of Distribution of Assets stamped "FILED" in the enclosed, self-addressed, stamped envelope. If you have any questions, please do not hesitate to call.

Sincerely,


Sandra M. Ferrera

SMF/jr.

Enclosures

cc: Mr. Syd Hoff

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FILED
01 SEP 28 AM 10:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
Dis of Assets

SEP 28 2001

PLAN OF DISTRIBUTION
OF
SYD AND DORA HOFF OSTEOPOROSIS FOUNDATION, INC.
a Florida non-profit corporation

FILED
01 SEP 28 AM 10:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Since the Board of Directors of the Syd and Dora Hoff Osteoporosis Foundation (the "Foundation") have authorized dissolution by unanimous written consents dated February 13, 2001 which Articles of Dissolution were duly filed on May 17, 2001, this Plan of Distribution is hereby filed with the Secretary of State pursuant to F.S. 617.1406; it is

RESOLVED, that all debts, obligations, and liabilities of the Foundation have been paid and discharged, or adequate provisions have been made thereof.

RESOLVED, that Pursuant to Article II(c) of the Foundation's Articles of Incorporation, all remaining net assets and earnings of the Foundation shall be distributed to the following charities which qualify under Section 509(a)(1) of the Internal Revenue Code as a public charity:

<u>CHARITY</u>	<u>PERCENTAGE</u>
United Negro College Fund	50%
American ORT	25%
Anti Defamation League Foundation	25%

FURTHER RESOLVED, that Northern Trust Bank is authorized and directed to disburse to the above named charities all of the Foundation's net assets in accordance with the percentage described above.

DATED this 15 day of AUGUST, 2001.



SYD HOFF, Director

CERTIFICATE OF COMPLIANCE

I, SYD HOFF, pursuant to F.S. 617.1406(2), as President of the Syd and Dora Hoff Osteoporosis Foundation, Inc. hereby certify that this Plan of Distribution has been adopted by a majority vote of the Foundation's directors in office as of the date of the Foundation's dissolution.



SYD HOFF, Director

PLAN OF DISTRIBUTION
OF
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a Florida non-profit corporation

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DATED this 6 day of Sept, 2001.


BONNIE STILLMAN, Director

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OF
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a Florida non-profit corporation

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DATED this 16th day of July, 2001.


CRAIG DONOFF, Director