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DISSOLUTION OR WITHDRAWAL  
COLLIER COUNTY FRIENDS OF EXTENSION, INC.

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**ARTICLES OF DISSOLUTION  
OF  
COLLIER COUNTY FRIENDS OF EXTENSION, INC.**

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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: COLLIER COUNTY FRIENDS OF EXTENSION, INC.

**SECOND:** The document number of the corporation is: N97000000172.


**THIRD:** Adoption of Dissolution

The corporation has no members.

The date of the board of directors' adoption of the resolution to dissolve was July 11, 2012.

The number of directors in office was 3 and the vote for the resolution was 3 for and 0 against.

**FOURTH:** Effective date of dissolution will be December 31, 2012.

  
\_\_\_\_\_  
Carolyn Cochrane  
Chair of the Board of Directors

**CERTIFICATION OF COMPLIANCE  
OF  
COLLIER COUNTY FRIENDS OF EXTENSION, INC.**

In accordance with subsection 617.1406(4), Florida Statutes, the undersigned officer of COLLIER COUNTY FRIENDS OF EXTENSION, INC., a Florida not for profit corporation (Document Number N97000000172), hereby certifies that the attached true, exact, complete, and unaltered photocopy of the plan of distribution of assets of the Corporation complies with the requirements of subsection 617.1406(2), Florida Statutes.

**COLLIER COUNTY FRIENDS OF  
EXTENSION, INC.**

By:

  
Carolyn Cochrane, President

**PLAN OF DISSOLUTION AND DISTRIBUTION OF ASSETS  
OF  
COLLIER COUNTY FRIENDS OF EXTENSION, INC.**

In accordance with the provisions of Sections 617.1402 and 617.1406 of the Florida Not For Profit Corporation Act (the "Act"), the following Plan of Dissolution and Distribution of Assets (the "Plan") for COLLIER COUNTY FRIENDS OF EXTENSION, INC., a Florida not for profit corporation (the "Corporation"), shall set forth the general procedure for the Corporation's dissolution and distribution of its assets:

1. The Corporation shall be dissolved and liquidated pursuant to the provisions of Sections 617.1402 and 617.1408, inclusive, of the Act, and Section 501(c)(3) of the Internal Revenue Code of 1986 (the "Code").
2. All liabilities and obligations of the Corporation shall be paid and discharged, or adequate provisions have been made therefor.
3. The Corporation shall thereafter cease to conduct any further business other than to wind up its affairs pursuant to this Plan and the applicable provisions of Florida law.
4. As expeditiously as possible, the Directors shall wind up the affairs of the Corporation and take all appropriate and necessary action to dissolve the Corporation under the provisions of the Act.
5. Each of the Directors shall have full authority and shall take all actions any one of them shall deem necessary or appropriate to liquidate the assets of the Corporation pursuant to this Plan including setting up and maintaining an escrow account to contain certain assets to cover lawful debts and obligations of the Corporation and the expenses of winding up its affairs.
6. Prior to and after the distribution and final liquidation of the Corporation, each of the Directors shall have full authority to, and shall take all action and execute and deliver all agreements, notices, certificates, and other instruments on behalf of the Corporation, as may be deemed necessary, desirable, or convenient in order to carry out fully this Plan.
7. The Corporation shall distribute any assets remaining after the final satisfaction of all debts, liabilities and obligations of the Corporation to the Board of County Commissioners, Collier County, Florida, Master Gardener Fund.