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LAW OFFICES

ULLMAN & ULLMAN

PROFESSIONAL ASSOCIATION

BANK OF BOSTON FINANCIAL PLAZA

SUITE 200

95 SOUTH FEDERAL HIGHWAY

BOCA RATON, FLORIDA 33432

TELEPHONE (561) 338-3535

FAX (561) 338-3581

HOWARD F. ULLMAN
MICHAEL W. ULLMAN
WILLIAM M. VAZQUEZ

November 23, 1999

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

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-11/29/99--01139--012
*****44.75 *****44.75

Re: Dartmouth Foundation, Inc.

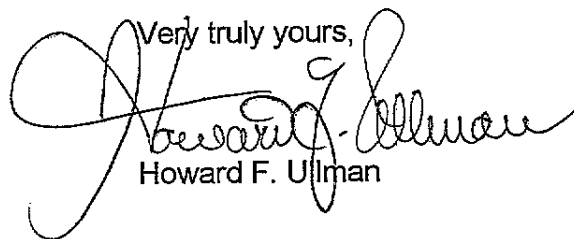
Dear Sir or Madam:

Enclosed for filing with your offices please find the following:

1. Original and two copies of Articles of Dissolution of Dartmouth Foundation, Inc.;
2. Our firm's check in the amount of \$44.75 representing \$35.00 as filing fee and \$9.75 for a certified copy; and
3. A postage paid return envelope.

Should you have any questions, please do not hesitate to telephone me.

Very truly yours,


Howard F. Ullman

Diss
12-7-99
HFS

HFU:tmk
Enclosures

FILED
99 NOV 29 PM 3:46
DIVISION OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF DISSOLUTION
OF
DARTMOUTH FOUNDATION, INC.**

FILED

99 NOV 29 PM 3:46

CLERK OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Section 617.1403, Florida Statutes, this Florida not for profit corporation submits the following Articles of Dissolution:

1. The name of the corporation is: **Dartmouth Foundation, Inc.**
2. The corporation has no members with voting rights.
3. The date of adoption of the resolution by the Board of Directors was November 15th 1999.
4. The number of directors in office was three (3) and the vote for the resolution was three (3) for and zero (0) against.
5. The Plan of Distribution of Assets pursuant to Section 617.1406 is annexed hereto as Exhibit "A".

I, Karen Pellegrino, Chairperson of the Board of Directors, have executed these Articles of Dissolution this 15th day of November, 1999.



By: Karen Pellegrino
Chairperson of the Board of Directors

DARTMOUTH FOUNDATION, INC.
Plan of distribution of assets

In accordance with Florida Statutes, Chapter 617.1406 Dartmouth Foundation, Inc. has approved the following Plan of Distribution of Assets:

1. All liabilities and obligations of the corporation be paid and discharged, including the filing of the corporation's final 1999, form 990 - PF;
2. There are no assets held by the corporation upon condition requiring return, transfer, or conveyance, which condition occurs by reason of the dissolution, be returned, transferred, or conveyed in accordance with such requirements;
3. Assets received and held by the corporation 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, shall 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. A copy of this Plan of Distribution of Assets, has been approved at meeting of the board of directors by unanimous vote and is authenticated by an officer of the board of the corporation and does contain the officer's certificate of compliance with the requirements of Florida Statutes, Chapter 617.1406 (1) and has been filed with the Department of State as an exhibit to the Articles of Incorporation;
5. The board of directors of this dissolved corporation shall continue its corporate existence, but will not conduct its affairs, except to the extent appropriate to wind up and liquidate its affairs, including:
 - (a) Collecting its assets;
 - (b) Discharging or making provision for discharging its liabilities;
 - (c) Distributing its remaining property in accordance with the plan of distribution of assets adopted under s.617.1406; and
 - (d) Doing every other act necessary to wind up and liquidate its affairs.



By: Karen Pellegrino,
Chairperson of the Board

Dated this 15th day of November , 1999.