02/04/00 15:58 FAX 352 753 0496

MCLIN BURNSED

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Division of Corporations 10000157

Florida Department of State

Division of Corporations Public Access System Katherine Harris, Secretary of State

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DISSOLUTION

THE VILLAGES FOUNDATION, INC.

Certificate of Status	1
Certified Copy	0
Page Count	03
Estimated Charge	\$43.75

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ARTICLES OF DISSOLUTION OF THE VILLAGES FOUNDATION, INC.



Under Section 617.1403 of the Florida Not-For-Profit Corporation Act, this Corporation submits these Articles of Dissolution.

FIRST: The name of the Corporation is THE VILLAGES FOUNDATION, INC.

SECOND: The Corporation's Articles of Incorporation were filed on March 17, 1997.

THIRD: The Corporation is a Florida corporation not-for-profit, and has no members.

FOURTH: On January 27, 2000, the Corporation's Board of Directors voted to dissolve the Corporation by majority vote. The number of Directors in office at the time of the vote was 24, with 14 directors attending the Directors Meeting. Of those in attendance, 14 Directors voted in favor of the dissolution and 0 directors voted against.

Dated: 2/4/00	Kris Stewart
7 7	Kris Stewart, Secretary
STATE OF FLORIDA	
COUNTY OF LAKE	
The foregoing instrument was acknow by Kris Stewart, Secretary, who did not take	vledged before me this 4th day of February, 2000,
NOTARY PUBLIC-STATE OF FLORIDA	_ JELSTREVP. SKATES
(Signature of Notary)	My Comm. Expires May 22, 2001 Comm No. 649921
(Typed name of Notary)	(Commission Number)
Personally known or	Type of Identification
Produced Identification	Brodynad

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THE VILLAGES FOUNDATION, INC.

(A Florida Corporation Not-For-Profit)

CERTIFICATE OF COMPLIANCE WITH SECTION 617.1406

THE UNDERSIGNED, an officer of The Villages Foundation, Inc., a Florida corporation not-for-profit, hereby files a Certificate of Compliance with Section 617.1406, Florida Statutes, as follows:

- I. The undersigned hereby certifies that the Corporation has adopted a Plan of Distribution of Assets, a true and correct copy of which is attached hereto as Exhibit A.
 - 2. The undersigned hereby certifies that the Corporation has complied with Section 617.1406(2), Florida Statutes, in that the Corporation has no members and the Corporation's Board of Directors adopted the attached Plan of Distribution by majority vote.

Dated: 2/4/00	Kris Stewart, Secretary
The foregoing instrument was acknowled by Kris Stewart, Secretary, who did not take NOTARY PUBLIC-STATE OF FLORIDA (Signature of Notary)	ledged before me this day of Jehrung, 2000, an oath. SEAT JEFFREY P. SKATES Notary Public, State of Florida My Comm. Expires May 22, 2001 Comm No. 649021
(Typed name of Notary)	(Commission Number)
Personally known or Produced Identification	Type of Identification Produced:

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EXHIBIT A

THE VILLAGES FOUNDATION, INC.

(A Florida Corporation Not-For-Profit)

PLAN OF DISTRIBUTION OF ASSETS UPON DISSOLUTION

In accordance with Section 617.1406, <u>Fla. Stat.</u>, The Villages Foundation, Inc., a Florida corporation, not-for-profit, has adopted the following Plan of Distribution of Assets, upon Dissolution, effective January 31, 2000:

- 1. All liabilities and obligations of the Corporation shall be paid and discharged, or, in the alternative, adequate provision shall be made for all liabilities and obligations;
- 2. Assets held by the Corporation upon condition requiring return, transfer or conveyance, which condition occurs by reason of the dissolution of this Corporation, shall be returned, transferred, or conveyed in accordance with such requirements;
- 3. All other assets of the Corporation, whether or not received and held by the Corporation subject to limitations permitting their use only for charitable, religious, eleemosynary, benevolent, educational, or other similar purposes, but not held upon condition requiring return, transfer or conveyance by reason of the dissolution, shall be transferred or conveyed to Abundant Life Ministries, Inc. or North Lake Presbyterian Church, Inc. charitable organizations engaged in activities similar to those of this Corporation, depending upon need and intended use.

Kris Stewart, Secretary