

N98000007147

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(City/State/Zip/Phone #)

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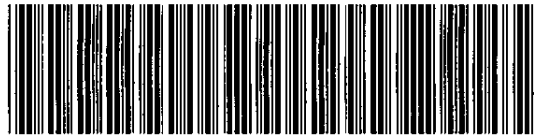


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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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5-7-09

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: CRITCHFIELD PRIVATE FOUNDATION, INC.

DOCUMENT NUMBER: N98000007147

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

Please return all correspondence concerning this matter to the following:

DANIEL DOWNEY

(Name of Contact Person)

DOWNEY & DOWNEY, P.A.

(Firm/Company)

3501 PGA BOULEVARD, SUITE 201

(Address)

PALM BEACH GARDENS, FL 33410

(City/State and Zip Code)

For further information concerning this matter, please call:

DANIEL DOWNEY

(Name of Contact Person)

at (561) 691-2043

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- | | | | |
|--|--|---|--|
| <input type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed) | <input checked="" type="checkbox"/> \$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
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

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:

CRITCHFIELD PRIVATE FOUNDATION, INC.

SECOND: The document number of the corporation (if known): N98000007147

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 the meeting of members at which the resolution to dissolve was adopted April 15, 2009. 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 April 15, 2009.

The number of directors in office was TWO and the vote for resolution was TWO for and ZERO against. (must be a majority vote)

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FOURTH: Effective date of dissolution if applicable: April 30, 2009
(no more than 90 days after dissolution file date)

Signature *Daniel Downey*
(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.)

DANIEL DOWNEY
(Typed or printed name of the person signing)

SECRETARY
(Title of person signing)

FILING FEE: \$35

**RESOLUTION OF THE
DIRECTORS OF THE
CRITCHFIELD PRIVATE FOUNDATION, INC.**

THE UNDERSIGNED, being the Directors of the Critchfield Private Foundation, Inc. (the "Foundation"), hereby take the following actions.

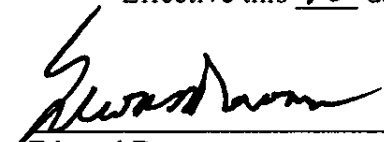
WHEREAS, the Directors, have distributed substantially all of the assets of the Foundation to qualified charitable beneficiaries;

WHEREAS, the Directors wish to pay all remaining administrative expenses of the Foundation and to distribute the balance of the Foundation assets to the Community Foundation for Palm Beach and Martin Counties; and

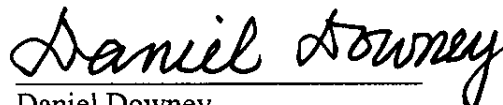
WHEREAS, the Directors wish thereupon to dissolve the Foundation effective April 30, 2009.

RESOLVED, the Directors of the Foundation shall pay all remaining administrative expenses of the Foundation, including attorney's fees and accounting fees, and shall then distribute the balance of the Foundation assets to the Community Foundation for Palm Beach and Martin Counties. Thereupon, the Foundation shall be dissolved.

Effective this 15 day of April, 2009.



Edward Downey
President



Daniel Downey
Secretary