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# BRANNOCK & HUMPHRIES

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APPELLATE LAW • TRIAL SUPPORT

May 6, 2010

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

RE: Dissolution of Radio Broadcasters Alliance of Tampa Bay, Inc.  
Document Number: N99000000276

Dear Sir/Madam:

The enclosed Articles of Dissolution and fee are submitted for filing. Enclosed is a check in the amount of \$52.50 for the filing fee, Certificate of Status, and Certified Copy (an additional copy of this paperwork is enclosed). Please return all correspondence concerning this matter to:

Steven L. Brannock  
Brannock & Humphries  
400 North Ashley Drive, Suite 1100  
Tampa, Florida 33602

For further information concerning this matter, please contact me at (813) 223-4300.

Respectfully Submitted,

BRANNOCK & HUMPHRIES



Steven L. Brannock

**ARTICLES OF DISSOLUTION  
OF  
RADIO BROADCASTERS ALLIANCE OF TAMPA BAY, INC.**

Pursuant to section 617.1403, Florida Statutes, Radio Broadcasters Alliance of Tampa, Inc., a Florida non-profit corporation, submits the following Articles of Dissolution:

**FILED**  
2010 MAY 10 AM 8:57  
STATE OF FLORIDA  
TALLAHASSEE

**ARTICLE I**

The name of the corporation is: Radio Broadcasters Alliance of Tampa Bay, Inc.

**ARTICLE II**

The document number of the corporation is: N99000000276

**ARTICLE III**

The members adopted a resolution to dissolve the corporation on December 01, 2009. The number of votes cast for dissolution was sufficient for approval.

**ARTICLE IV**

The effective date of the dissolution is April 30, 2010.

**RADIO BROADCASTERS ALLIANCE  
OF TAMPA BAY, INC.**

*Art Rowbotham*

\_\_\_\_\_  
Art Rowbotham  
President

Date:

*5/4/10*

**PLAN FOR THE COMPLETE LIQUIDATION AND DISSOLUTION OF RADIO  
BROADCASTERS ALLIANCE OF TAMPA BAY, INC.**

1. *Scope of Plan.* This Plan for the Complete Liquidation and Dissolution provides for the complete liquidation and dissolution of Radio Broadcasters Alliance of Tampa Bay, Inc., a Florida non-profit corporation, in accordance with the provisions of the Internal Revenue Code.
2. *Adoption of the Plan by its Members.* The members of the Corporation unanimously adopted this plan on December 01, 2009 (the "Effective Date").
3. *Cessation of Business.* After April 30, 2010, the Corporation will not engage in any business activities except for the purposes of preserving the value of its assets, adjusting and winding up its business and affairs, and distributing assets in accordance with this Plan.
4. *Reserve for Liabilities.* To the extent not assumed by the transferee Members in connection with the liquidating distribution provided for in paragraph 5, the Corporation will pay, or make adequate provisions for the payment of, all known liabilities of the Corporation (including expenses of liquidation and dissolution). Further, the Corporation will set aside from the proceeds of sale any additional amount the directors deem reasonably necessary for payment of unascertained or contingent liabilities of the Corporation.
5. *Distributions of Liquidation.* All assets and business of the Corporation, net of all liabilities reserved for in paragraph 4, shall be distributed to a scholarship fund for the benefit of students studying radio advertising
6. *Completion of Liquidation.* The consummation of the transactions contemplated in paragraphs 4 and 5 are intended to constitute the complete liquidation of the Corporation and will be accomplished as quickly as practicable.
7. *Powers of the Directors.* The directors have the authority to do or authorize any and all acts they consider desirable to carry out the purposes of this Plan.

**RADIO BROADCASTERS ALLIANCE  
OF TAMPA BAY, INC.**



\_\_\_\_\_  
Art Rowbotham  
President

Date:

5/4/10

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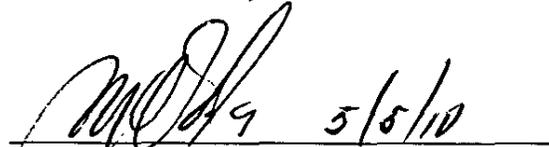
**MINUTES OF THE DECEMBER 01, 2009 MEETING OF THE MEMBERS OF RADIO  
BROADCASTERS ALLIANCE OF TAMPA BAY, INC.**

On December 01, 2009, at a duly noticed meeting of the Radio Broadcasters Alliance of Tampa Bay, Inc, a majority of the voting members, acting pursuant to 617.1403(b) of the Florida Statutes, adopted the following resolutions:

It has been resolved that is in the best interests of the Company and its Members to dissolve the corporation. Accordingly, the Company will be dissolved effective April 30th, 2010. The board of directors is empowered and directed to take all actions necessary to liquidate and dissolve the Company, including:

- a) Execute and file the Articles of Dissolution of the Company;
- b) Collect the Company's assets;
- c) Make provisions for the discharge of all Company liabilities;
- d) Distribute the Company's property in accordance with the plan of distribution of assets; and
- e) Take all other actions necessary to wind up and completely liquidate the Company.

**RADIO BROADCASTERS ALLIANCE  
OF TAMPA BAY, INC.**

  
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Marc L. Vila  
Secretary