

N 99000001155

FILED
JAN 16 AM 11:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CCRS
103 N. MERIDIAN STREET, LOWER LEVEL
TALLAHASSEE, FL 32301
222-1173

FILING COVER SHEET
ACCT. #FCA-14

300003538143--0
-01/16/01--01034--013
*****43.75 *****43.75

CONTACT: CINDY HICKS

DATE: 01-16-01

REF. #: 0262. 14188

CORP. NAME: Channel 63 of Palm Beach, Inc

- | | | |
|--|---|---|
| <input type="checkbox"/> ARTICLES OF INCORPORATION | <input type="checkbox"/> ARTICLES OF AMENDMENT | <input checked="" type="checkbox"/> ARTICLES OF DISSOLUTION |
| <input type="checkbox"/> ANNUAL REPORT | <input type="checkbox"/> TRADEMARK/SERVICE MARK | <input type="checkbox"/> FICTITIOUS NAME |
| <input type="checkbox"/> FOREIGN QUALIFICATION | <input type="checkbox"/> LIMITED PARTNERSHIP | <input type="checkbox"/> LIMITED LIABILITY |
| <input type="checkbox"/> REINSTATEMENT | <input type="checkbox"/> MERGER | <input type="checkbox"/> WITHDRAWAL |
| <input type="checkbox"/> CERTIFICATE OF CANCELLATION | <input type="checkbox"/> UCC-1 | <input type="checkbox"/> UCC-3 |
| <input type="checkbox"/> OTHER: _____ | | |

STATE FEES PREPAID WITH CHECK# 9862 FOR \$ 43.75

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

COST LIMIT: \$

PLEASE RETURN:

- | | | |
|--|---|---|
| <input checked="" type="checkbox"/> CERTIFIED COPY | <input type="checkbox"/> CERTIFICATE OF GOOD STANDING | <input type="checkbox"/> PLAIN STAMPED COPY |
| <input type="checkbox"/> CERTIFICATE OF STATUS | | |

Examiner's Initials

Q. COULLETTE JAN 16 2001

RECEIVED
01 JAN 16 AM 10:25
DIVISION OF CORPORATION

**ARTICLES OF DISSOLUTION
OF
CHANNEL 63 OF PALM BEACH, INC.**

FILED
JAN 19 AM 11:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 617.1403, Florida Statutes, Channel 63 of Palm Beach, Inc., a Florida corporation not for profit (the "Corporation"), adopts the following Articles of Dissolution for the purpose of dissolving the Corporation:

1. The name of the Corporation is:

CHANNEL 63 OF PALM BEACH, INC.

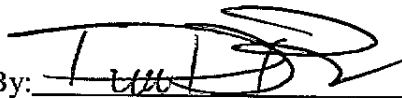
2. The Corporation has no members that are entitled to vote on dissolution.

3. The dissolution of the Corporation was authorized by a unanimous written consent of the directors of the Corporation dated as of December 5, 2000, which was signed by all nine (9) of the directors of the Corporation in office on such date.

4. These Articles of Dissolution shall be effective at the close of business on the day the Articles of Dissolution are filed with the Florida Secretary of State.

DATED this 11th day of December, 2000.

CHANNEL 63 OF PALM BEACH, INC.

By: 

Name: Dustin D. Rubeck
Title: President

PLAN OF DISTRIBUTION OF ASSETS
OF
CHANNEL 63 OF PALM BEACH, INC.

Pursuant to the provisions of Section 617.1406, Florida Statutes, Channel 63 of Palm Beach, Inc., a Florida corporation not for profit (the "Corporation"), adopts the following Plan of Distribution of Assets in connection with the dissolution of the Corporation:

1. The appropriate officers of the Corporation are hereby authorized and directed to pay and discharge all remaining liabilities and obligations of the Corporation, or to make adequate therefor, prior to the completion of the winding up and liquidation of the Corporation.

2. The appropriate officers of the Corporation are hereby authorized and directed to return, transfer or convey any assets held by the Corporation upon condition requiring return, transfer or conveyance, which condition occurs by reason of the dissolution, in accordance with such requirements.

3. The appropriate officers of the Corporation are hereby authorized and directed to transfer and convey any 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 of the Corporation, to The Christian Network, Inc., a Florida corporation not for profit engaging in activities substantially similar to those of the Corporation.

4. To the extent the Articles of Incorporation or the bylaws of the Corporation determine distributive shares of members, or any class or classes of members, or provide for distribution to others, the appropriate officers of the Corporation are hereby authorized and directed to cause distributions of assets of the Corporation to be made in accordance with the Corporation's Articles of Incorporation and bylaws.

5. The appropriate officers of the Corporation are hereby authorized and directed to transfer and convey any assets of the Corporation not disposed of previously pursuant to this Plan of Distribution of Assets to The Christian

**Plan of Distribution of Assets
Channel 63 of Palm Beach, Inc.**

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Network, Inc., a Florida corporation not for profit engaging in activities substantially similar to those of the Corporation.

6. The appropriate officers are hereby authorized and empowered to execute and/or file such documents as shall be necessary to accomplish the dissolution, winding up and liquidation of the Corporation

President's Authentication and Certificate of Compliance

Dustin D. Rubeck, the duly-elected President of Channel 63 of Palm Beach, Inc., a Florida corporation not for profit, hereby authenticates the Plan of Distribution of Assets of Palm Beach, Inc. set forth above, and, pursuant to Section 617.1406(4), Florida Statutes, certifies that: (i) the member of Channel 63 of Palm Beach, Inc. is not entitled to vote on a plan of distribution of assets and (ii) the Plan of Distribution of Assets of Palm Beach, Inc. set forth above was adopted by a unanimous written consent of the Board of Directors of Channel 63 of Palm Beach, Inc. dated as of December 5, 2000, which was signed by all nine (9) of the directors of the Corporation in office on such date.

CHANNEL 63 OF PALM BEACH, INC.

By: 

Name: Dustin D. Rubeck

Title: President