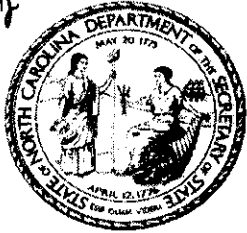


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2/26



NORTH CAROLINA

Department of The Secretary of State



To all whom these presents shall come, Greetings:

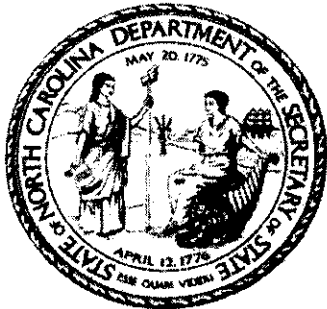
I, **ELAINE F. MARSHALL**, Secretary of State of the State of North Carolina, do hereby certify the following and hereto attached to be a true copy of

ARTICLES OF DISSOLUTION
OF

SEAGATE VOLUNTEER FIRE DEPARTMENT, INC.

FOR REGISTRATION REGISTER OF DEEDS
REBECCA P. SMITH
NEW HANOVER COUNTY, NC
2006 JAN 10 11:29:42 AM
BK: 4963 PG: 1149-1154 FEE: \$24.00
NS: \$25.00
INSTRUMENT # 2006001419

the original of which was filed in this office on the 27th day of December, 2005.



IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 27th day of December, 2005

Elaine F. Marshall

Secretary of State

Document Id: C20053470030

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Mailed To
Seagate Fire Dept
PO Box 12570
WIL, NC 28405

**ARTICLES OF DISSOLUTION
BY DIRECTORS AND MEMBERS
FOR A NONPROFIT CORPORATION**

1. The name of the corporation is Sea Gate Volunteer Fire Department, Inc.
2. The names, addresses and titles of the officers are:

President: Thomas Eric White
46 Stoney Creek Lane
Leland, NC 28451

Vice President: Tim Wilson
1018 St. Andrews Drive
Apartment 301
Wilmington, NC 28412

Secretary/
Treasurer: Mike Garner
209 Love Grass Court
Wilmington, NC 28405
3. The names and addresses of the directors of the corporation are:

Thomas Eric White
46 Stoney Creek Lane
Leland, NC 28451

Tim Wilson
1018 St. Andrews Drive
Apartment 301
Wilmington, NC 28412

Mike Garner
209 Love Grass Court
Wilmington, NC 28405

Shawn Schilling
162 Red Bird Lane
Hampstead, NC 28443

Ron Twigg
6441 Gordon Road
Wilmington, NC 28411

Sidney Daniels
235 Peiffer Avenue
Wilmington, NC 28409
4. Attached hereto is the plan of dissolution as required by NCGS 55A-14-03.
5. The dissolution of the corporation was authorized on the 16th day of August 2005.

6. Approval of the dissolution by members was required and it was so approved as required by Chapter 55A of the North Carolina General Statutes on the 16th of August 2005.

These articles will be effective upon filing.

This the 5th day of December, 2005.

SEA GATE VOLUNTEER FIRE DEPARTMENT, INC.

By: Thomas Eric White
Thomas Eric White President

Michael Garner
Michael Garner Secretary

Thomas Eric White
Thomas Eric White Chairman, Board of Directors

PLAN OF DISSOLUTION

Sea Gate Volunteer Fire Department, Inc.
a North Carolina nonprofit corporation

BACKGROUND STATEMENT

The corporation was incorporated March 29, 1956 as a volunteer fire department in New Hanover County and has existed as such, providing fire protection for the residents of New Hanover County since that date. By the summer of 2005, the City of Wilmington had annexed substantially all of the area previously served by the department, providing fire protection services through its own fire department. At that time, the decision was taken by the directors, officers, and members of the corporation to terminate the corporate business and dissolve the corporation. In general terms, the plan so approved calls for the liquidation and disposal of the corporate assets and distribution of net cash proceeds therefrom to certain local churches which have been supportive of the department during its existence.

PLAN

1. Real Property. The real property is to be sold, with structures intact, to the City of Wilmington. To this end, the corporation has accepted an offer to purchase from the City of Wilmington at a price of \$650,000.00. This purchase and sale is to be completed as quickly as possible, consistent with the needs of the parties. The fire department of the City of Wilmington will begin occupying and operating the real property as a fire station no later than October 1, 2005, and during the period necessary to complete the transfer of ownership. When the sale is completed, the net proceeds from the sale will be retained by the corporation for distribution in accordance with this Plan.
2. Personal Property. All marketable apparatus and other vehicles owned by the corporation will be sold. Those apparatus or vehicles which lack significant value or marketability because of age or condition will be donated to other fire departments which are able to use them. Equipment associated with each apparatus will be offered with the apparatus, with any rejected items retained by the corporation for disposal by sale or donation, depending upon the nature and age of the equipment.
3. Cash. All cash assets of the corporation, including the proceeds from the liquidation of corporate non-cash assets will be retained in the corporate treasury pending dissolution. After payment of all obligations of the corporation and costs of dissolution, the funds will be distributed.

4. Distribution. The corporation does not own any assets requiring transfer, return, or conveyance. Prior to distribution of cash assets all obligations or liabilities of the corporation shall be paid. When liabilities or obligations are satisfied and all costs and expenses of dissolution are paid the remaining cash assets will be distributed to the following religious organizations in the percentages indicated.

Sea Gate Baptist Church	30%
Oleander Methodist Church	30%
St. Andrews On the Sound Episcopal Church	10%
Windemere Presbyterian Church	10%
St. Matthew A.M.E. Church	10%
Pilgrims Rest Baptist Church	10%

This the 5th day of December, 2005.

SEA GATE VOLUNTEER FIRE DEPARTMENT, INC.

By: Thomas Eric White
Thomas Eric White President

Thomas Eric White
Chairman, Board of Directors
Thomas Eric White



REBECCA P. SMITH
REGISTER OF DEEDS, NEW HANOVER
216 NORTH SECOND STREET

WILMINGTON, NC 28401

Filed For Registration: 01/10/2006 11:29:42 AM
Book: RE 4963 **Page:** 1149-1154
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ARTICLES 6 PGS \$24.00
NS: \$25.00
Recorder: SCOTT, NANCY A

State of North Carolina, County of New Hanover

**YELLOW PROBATE SHEET IS A VITAL PART OF YOUR RECORDED DOCUMENT.
PLEASE RETAIN WITH ORIGINAL DOCUMENT AND SUBMIT FOR RE-RECORDING.**

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