

ARTICLES OF DISSOLUTION
OF
LOCAL ARTS AGENCY, INC. ARTS AGENCY, INC.

I.

The name of the Corporation is Local Arts Agency, Inc., and its registered office is situated in [] County, Georgia. The corporation was incorporated on [month-day-year] and its Control Number is [].

II.

On the _____ day of _____, 20____, the Corporation filed a Statement of Intent to Dissolve with Secretary of the State of Georgia who duly filed the same on said date and a copy of said Statement was also filed with the State Revenue Commission on said date.

III.

The Corporation has caused Notice of the Statement of Intent to Dissolve to be published in accordance with the Georgia Nonprofit Corporation Code.

IV.

All known debts, obligations, and liabilities of the Corporation have been paid, discharged or adequate provision has been made therefor.

V.

Adequate provisions have been made for all of the remaining property and assets of the Corporation to be distributed pursuant to the provisions of the Bylaws and the Georgia Non-Profit Corporation Code.

VI.

There are no actions pending against the Corporation in any Court.

VII.

The Certificate of Corporation required by the Georgia Nonprofit Corporation Code is attached hereto.

VIII.

The Corporation has properly notified the Attorney General of its intent to dissolve.

IN WITNESS WHEREOF, LOCAL ARTS AGENCY, INC., has caused these Articles of Dissolution to be executed by its duly authorized officers this ____ day of _____, 20____.

LOCAL ARTS AGENCY, INC.

By:

President

ATTEST:

Secretary

(CORPORATE SEAL)

THE BOARD OF DIRECTORS OF LOCAL ARTS AGENCY, INC.
DIRECTORS' CONSENT IN LIEU OF SPECIAL
MEETING OF THE BOARD OF DIRECTORS

_____, 20____

We, the undersigned, being all of or the majority of the Board of Directors of LOCAL ARTS AGENCY, INC., a Georgia non profit corporation, do hereby waive notice of special meeting and consent in writing to the adoption of the following Resolutions, taking said action in lieu of a formal meeting as permitted by Sections 14-3-704 and 14-3-706 of the Official Code of Georgia Annotated.

1. RESOLVED, that the undersigned Directors of the Corporation hereby consent to and approve the liquidation and dissolution of the Corporation pursuant to Article VIII of the Articles of Incorporation, and further that the Corporation be dissolved in accordance with the provisions of Section 14-3-1402 of the Georgia Nonprofit Corporation Code; that the Articles of Dissolution and related Notices are hereby approved by the Directors, and the President and the Secretary of the Corporation are hereby directed to execute the Articles of Dissolution and related Notices, and further they are directed to file them in a timely manner with the Secretary of State of Georgia. A copy of said Articles and related Notices are attached hereto as Exhibit "B".

3. RESOLVED, that the proper officers of the Corporation be, and they hereby are authorized and directed to do or cause to be done all such acts and things as they may deem necessary and proper in order to effect the liquidation and dissolution of the Corporation in accordance with the attached Plan; and that the proper officers of the Corporation are authorized, empowered, and directed to execute and deliver such documents, instruments, certificates, and notices and to do and perform any and all such further things, which such officers, in their sole and unlimited discretion, shall deem necessary or proper for the purpose of effectuating and carrying out the intent of the foregoing Resolutions and actions, and the Board of Directors hereby ratifies and confirms any such actions.

Upon motion, duly made, seconded and carried, it was

4. FURTHER RESOLVED, THAT THE UNDERSIGNED DIRECTORES HEREBY WAIVE ANY AND ALL RIGHTS TO RECEIVE ANY MATERIALS REQUIRED TO BE FURNISHED BY THE CORPORATION'S ARTICLES OF INCORPORATION, BYLAWS OR BY THE CODE, INCLUDING, WITHOUT LIMITATION, PURSUANT TO SECTIONS 14-3-705 OR 14-3-708 OF THE CODE.

5. RESOLVED, that the signing of a copy of this Consent, or Consent sent via email to the Secretary, shall constitute full ratification thereof and waiver of notice of the meeting by the signatories.

IN WITNESS WHEREOF, the undersigned, constituting all of or a majority of the Board

of Directors of Local Arts Agency, Inc., hereby execute this written consent as and for the written consent of the Board of Directors, effective as of this _____ day of _____, 20____.

/S/ _____

Director

/S/ _____

Director

/S/ _____

Director

/S/ _____

Director

/S/ _____

CERTIFICATE

Honorable _____
Secretary of State
Suite 315, Plaza Level
2 Martin Luther King, Jr. Drive, S.E.
Atlanta, Georgia 30334

Pursuant to the Georgia Nonprofit Corporation Code §14-3-1404.1(a), LOCAL ARTS AGENCY, INC., the (“Corporation”), hereby certifies, verifies, and confirms that the request for publication of a Notice of Intent to Voluntarily Dissolve the Corporation and payment therefor have been made as required by the Georgia Nonprofit Corporation Code §14-3-1404.1(b).

This the ____ day of _____, 20_____.

LOCAL ARTS AGENCY, INC.

By:

President

ATTEST:

Secretary

(CORPORATE SEAL)

NOTICE OF INTENT TO DISSOLVE
LOCAL ARTS AGENCY, INC.

Honorable _____
Secretary of State
Suite 315, Plaza Level
2 Martin Luther King, Jr. Drive, S.E.
Atlanta, Georgia 30334

Pursuant to the provisions of the Georgia Nonprofit Corporation Code §14-3-1404, the undersigned corporation submits the following Statement of Intent to Dissolve upon written consent of its trustees.

1. The name of the Corporation is LOCAL ARTS AGENCY, INC.
2. The dissolution of the corporation was authorized by the vote of the trustees entitled to vote thereon the _____ day of _____, 20____.
3. The dissolution of the corporation was duly approved in accordance with Georgia Nonprofit Corporation Code §14-3-1404.

IN WITNESS WHEREOF, LOCAL ARTS AGENCY, INC. has caused this Notice of Intent to Dissolve to be executed by its authorized officers this ____ day of _____, 20____.

LOCAL ARTS AGENCY, INC.

By:

President

ATTEST:

Secretary

(CORPORATE SEAL)

NOTICE OF INTENT TO DISSOLVE
LOCAL ARTS AGENCY, INC.

Honorable _____
State Attorney General
40 Capitol Square
Atlanta, Georgia 30334

Pursuant to the provisions of the Georgia Nonprofit Corporation Code §14-3-1404, the undersigned corporation submits the following Statement of Intent to Dissolve upon written consent of its Directors.

1. The name of the Corporation is LOCAL ARTS AGENCY, INC.
2. The dissolution of the corporation was authorized by the vote of the Directors entitled to vote thereon the _____ day of _____, 20____.
3. The dissolution of the corporation was duly approved in accordance with Georgia Nonprofit Corporation Code §14-3-1404.

IN WITNESS WHEREOF, LOCAL ARTS AGENCY, INC. has caused this Notice of Intent to Dissolve to be executed by its authorized officers this ____ day of _____, 20____.

LOCAL ARTS AGENCY, INC.

By:

President

ATTEST:

Secretary

(CORPORATE SEAL)

Local Arts Agency, Inc.
[Mailing Address]
[City State Zip]

_____, 20____

[Local Newspaper and Address]

Re: Local Arts Agency, Inc.

Dear Sir/Madam:

You are requested to publish, two times, a notice in the following form:

"NOTICE OF INTENT TO VOLUNTARILY DISSOLVE A CORPORATION"

Notice is given that a Notice of Intent to Dissolve Local Arts Agency, Inc., a Georgia nonprofit corporation with its registered office at [Mailing Address], will be delivered to the Secretary of State for filing in accordance with the Georgia Nonprofit Corporation Code."

Enclosed is a check in the amount of \$40.00 in payment of the costs of publishing this notice.

Sincerely,

President
Local Arts Agency, Inc.

Enclosure