

## **PUEBLO CITY-COUNTY LIBRARY DISTRICT**

### **A RESOLUTION AUTHORIZING DISSOLUTION OF THE NONPROFIT SHELL CORPORATION NAMED PUEBLO CITY-COUNTY LIBRARY DISTRICT, CREATED IN 2011 BY OFFICIALS OF THE DISTRICT, WHICH IS A POLITICAL SUBDIVISION OF THE STATE OF COLORADO, DISTRIBUTING ASSETS, IF ANY, OF THE NONPROFIT CORPORATION TO THE DISTRICT, AND AUTHORIZING THE PRESIDENT OF THE BOARD OF TRUSTEES TO FILE WITH THE COLORADO SECRETARY OF STATE ALL NECESSARY DOCUMENTS**

**WHEREAS**, in 2011, officials of the Pueblo City-County Library District (“District”) created a nonprofit shell corporation named “Pueblo City-County Library District” (“Nonprofit Corporation”) by filing Articles of Incorporation with the Colorado Secretary of State; and

**WHEREAS**, the Nonprofit Corporation is a shell entity with no bank account, property, or any other assets; and

**WHEREAS**, the Nonprofit Corporation never had and does not now have a functioning board of directors or any officers and has never functioned as an entity; and

**WHEREAS**, existence of the Nonprofit Corporation has recently created confusion in the operation of the District; and

**WHEREAS**, the Board of Trustees of the District has determined that continued existence of the Nonprofit Corporation is no longer necessary and that the Nonprofit Corporation should be dissolved.

NOW, THEREFORE, BE IT RESOLVED by the Board of Trustees of the Pueblo City-County Library District as follows:

1. Payment of Debts and Liabilities. The Trustees hereby direct that all debts and liabilities, if any, of the Nonprofit Corporation be paid as soon as practicable.
2. Disposition of Assets of Nonprofit Corporation. The Trustees further direct that the assets of the Nonprofit Corporation, if any, remaining after the payment of all debts and liabilities shall be distributed to the District.
3. Dissolution of Nonprofit Corporation upon Complete Disposition of the Assets as Directed Herein. The Trustees hereby direct that the Nonprofit Corporation be dissolved as authorized by Colorado law and that the President of the Board of Trustees be authorized to file with the Colorado Secretary of State such documents as are

necessary or required for such purpose including Articles of Dissolution in substantially the form in **Exhibit A**, attached hereto.

4. Severability. If any part, section, subsection, sentence, clause or phrase of this Resolution is for any reason held to be invalid, such invalidity shall not affect the validity of the remaining provisions.

5. Effective Date. This Resolution shall take effect and be enforced immediately upon its approval by the Trustees.

ADOPTED this 28th day of July 2022.

PUEBLO CITY-COUNTY LIBRARY  
DISTRICT

By

\_\_\_\_\_  
Fredrick Quintana, President

Attest:

\_\_\_\_\_  
Rose Jubert, Secretary

**EXHIBIT A**

**ARTICLES OF DISSOLUTION**

**Form must be filed electronically.**

Paper forms are not accepted.

This copy is a sample and cannot be submitted for filing.

**Articles of Dissolution  
Nonprofit Corporation**

Filed pursuant to §7-134-103 of the Colorado Revised Statutes (C.R.S.)

ID number: \_\_\_\_\_

1. Entity name: \_\_\_\_\_

2. Principal office address:

Street address

\_\_\_\_\_  
*(Street number and name)*

\_\_\_\_\_  
*(City)*

\_\_\_\_\_  
*(State)*

\_\_\_\_\_  
*(ZIP/Postal Code)*

\_\_\_\_\_  
*(Province – if applicable)*

\_\_\_\_\_  
*(Country)*

Mailing address

(leave blank if same as above)

\_\_\_\_\_  
*(Street number and name or Post Office Box information)*

\_\_\_\_\_  
*(City)*

\_\_\_\_\_  
*(State)*

\_\_\_\_\_  
*(ZIP/Postal Code)*

\_\_\_\_\_  
*(Province – if applicable)*

\_\_\_\_\_  
*(Country)*

3. The nonprofit corporation is dissolved.

4. *(Optional)* Delayed effective date: \_\_\_\_\_

*(mm/dd/yyyy)*

5. ☐ This document contains additional information as provided by law.

Notice:

Causing this document to be delivered to the secretary of state for filing shall constitute the affirmation or acknowledgment of each individual causing such delivery, under penalties of perjury, that the document is the individual's act and deed, or that the individual in good faith believes the document is the act and deed of the person on whose behalf the individual is causing the document to be delivered for filing, taken in conformity with the requirements of part 3 of article 90 of title 7, C.R.S., the constituent documents, and the organic statutes, and that the individual in good faith believes the facts stated in the document are true and the document complies with the requirements of that Part, the constituent documents, and the organic statutes.

This perjury notice applies to each individual who causes this document to be delivered to the secretary of state, whether or not such individual is named in the document as one who has caused it to be delivered.

6. Name(s) and address(es) of the individual(s) causing the document to be delivered for filing:

|                                                         |         |                       |                   |
|---------------------------------------------------------|---------|-----------------------|-------------------|
| _____                                                   | _____   | _____                 | _____             |
| (Last)                                                  | (First) | (Middle)              | (Suffix)          |
| _____                                                   |         |                       |                   |
| (Street name and number or Post Office Box information) |         |                       |                   |
| _____                                                   |         |                       |                   |
| _____                                                   |         | _____                 | _____             |
| (City)                                                  |         | (State)               | (Postal/Zip Code) |
| _____                                                   |         | _____                 |                   |
| (Province – if applicable)                              |         | (Country – if not US) |                   |

- ☐ This document contains the true name and mailing address of one or more additional individuals causing the document to be delivered for filing.

**Disclaimer:**

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