

720484

(Requestor's Name)

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(City/State/Zip/Phone #)

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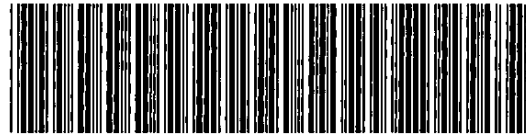
(Business Entity Name)

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Menger

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July 19, 2006

**CERTIFIED MAIL  
RETURN RECEIPT REQUESTED**

7005 0390 0003 3812 8425

Amendment Section  
Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314-6478

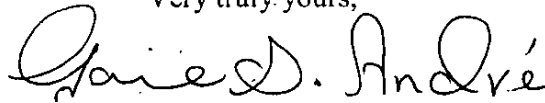
**Re: Heart of Florida United Way, Inc.- Document #720484**

Dear Madam or Sir:

Enclosed herewith please find executed original Articles of Merger of Community Services Network, Inc. with and into Heart of Florida United Way, Inc. for filing with the Department of State, together with our client's check number 44811 in the amount of \$78.75 representing the state's filing fee.

Please return a certified copy of the filing to the undersigned. Thank you for your assistance in this matter. If you have any questions, please feel free to contact me.

Very truly yours,



Gail S. André  
Corporate Paralegal to  
Joseph W. Zitzka

GSA  
Enclosure

0045057/042337/969756

c: William T. Dymond, Jr., Esquire ;  
Joseph W. Zitzka, Esquire

**ARTICLES OF MERGER**

**OF**

**COMMUNITY SERVICES NETWORK, INC.**  
**a Florida not for profit corporation**

**WITH AND INTO**

**HEART OF FLORIDA UNITED WAY, INC.,**  
**a Florida not for profit corporation**

**FILED**  
**06 JUL 25 PM 2:03**  
**SECRETARY OF STATE**  
**TALLAHASSEE FLORIDA**

Pursuant to the Florida Not For Profit Corporation Act, Heart of Florida United Way, Inc., a Florida not for profit corporation ("Heart of Florida United Way") and Community Services Network, Inc., a Florida corporation ("Community Services Network") hereby adopt the following Articles of Merger for the purpose of effecting the merger of Community Services Network with and into Heart of Florida United Way:

**FIRST:** The plan of merger, pursuant to Sections 617.1101 and 617.1105 of the Florida Not For Profit Corporation Act, is as follows:

1. Upon the filing of Articles of Merger (the "Articles of Merger") with the Florida Department of State, Community Services Network, Inc., a Florida not for profit corporation ("Community Services Network"), shall be merged with and into Heart of Florida United Way, Inc., a Florida corporation ("Heart of Florida United Way"), and Heart of Florida United Way shall be the surviving corporation of such merger (the "Merger"). Heart of Florida United Way is hereinafter sometimes referred to as the "Surviving Corporation."

2. The terms and conditions of the Merger are as follows:

(a) The Surviving Corporation shall continue the corporate existence of Heart of Florida United Way under the laws of the State of Florida, and the Surviving Corporation shall possess all the rights, privileges, immunities and franchises, of a public as well as a private nature, of each of the parties to the Merger, and all property, real, personal or mixed, and all debts due on whatever account, and all choses in action, and all and every other interest of or belonging to or due to each of the parties to the Merger shall be taken and deemed to be transferred to and vested in the Surviving Corporation without further act or deed; and the title to any real estate, or any interest therein, vested in any party to the Merger shall not revert or be in any way impaired by reason of such Merger; and the Surviving Corporation shall thenceforth be responsible and liable for all of the liabilities and obligations of each party to the Merger, and any claim existing or action or proceeding by or against any party to the Merger may be prosecuted as if such Merger had not taken place, or the Surviving Corporation may be substituted in its place, and neither the rights of creditors nor any liens upon the property of either party shall be impaired by the Merger.

(b) The Articles of Incorporation of Heart of Florida United Way, as in effect immediately prior to the filing of the Articles of Merger, shall be the Articles of Incorporation of the Surviving Corporation until thereafter amended as provided by law.

(c) The Bylaws of Heart of Florida United Way, as in effect immediately prior to the filing of the Articles of Merger, shall be the Bylaws of the Surviving Corporation until thereafter amended as provided by law.

(d) The directors and officers of Heart of Florida United Way immediately prior to the filing of the Articles of Merger shall be the directors and officers of the Surviving Corporation until their successors are duly elected and qualified.

**SECOND:** Pursuant to the applicable provisions of the Florida Not For Profit Corporation Act, the members of Heart of Florida United Way, Inc. approved the Merger by written consent dated as of July 7, 2006.

**THIRD:** Pursuant to the applicable provisions of the Florida Not For Profit Corporation Act, the members of Community Services Network, Inc. approved the Merger by written consent dated as of July 7, 2006.

**IN WITNESS WHEREOF,** Heart of Florida United Way and Community Services Network have caused these Articles of Merger to be signed in their corporate names by their respective officers, duly authorized as of the 7th day of July, 2006.

**HEART OF FLORIDA UNITED WAY, INC., a**  
Florida not for profit corporation

By: [Signature]  
Name: Robert H. Brown  
Title: TREASURER/CEO

**COMMUNITY SERVICES NETWORK, INC., a**  
Florida not for profit corporation

By: [Signature]  
Name: PATRICIA MADDOX  
Title: PRESIDENT