

KELLY & McKEE, P.A.

Attorneys at Law

1718 E. 7th Ave. - Suite 301

P.O. Box 75638

Tampa, Florida 33675-0638

MARK F. KELLY
ROBERT F. McKEE
JANET E. WISE
MARGUERITE M. LONGORIA

765705

Phone
(813) 248-6400
Telecopier
(813) 248-4020

September 27, 1999

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****105.00 ****105.00

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: Plumbers and Pipefitters Local 123 Holding Corporation, Inc.
Reference No. 765705

Dear Sir or Madam:

I have enclosed an original and one copy of the Articles of Merger for the Plumbers and Pipefitters Local Union 123 Holding Corporation, Inc. I have also enclosed an executed Non-Profit Corporation Annual Report for 1999, with a check in the amount of \$105.00, to cover the filing fee for the merger documents. I understand that the payment for the annual report of \$61.25 has already been made. I would ask that you please return a date-stamped copy of the enclosed for our files.

If you should have any questions regarding this matter, please don't hesitate to contact my office.

Sincerely,



Mark F. Kelly

MFK:mea
Enclosures

cc: Byron Boatwright

merger/Name change
HFT
12-16-99

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 DEC -7 PM 12:08



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

October 7, 1999

Mark R. Kelly, Esquire
Post Office Box 75638
Tampa, FL 33675-0638

SUBJECT: PLUMBERS & PIPEFITTERS 624 HOLDING CORP., INC.
Ref. Number: 765705

We have received your document for PLUMBERS & PIPEFITTERS 624 HOLDING CORP., INC. and your check(s) totaling \$105.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Your document should state PLUMBERS AND FITTERS LOCAL NO. 111 BUILDING COMPANY, INC., merging into PLUMBERS & FITTERS 624 HOLDING CORP., INC., and the surviving corporation will change its name to: PLUMBERS & PIPEFITTERS LOCAL 123 HOLDING CORPORATION, INC.

PLUMBERS & PIPEFITTERS 624 HOLDING CORP., INC., and PLUMBERS AND FITTERS LOCAL NO. 111 was administratively dissolved for failure to file its 1999 corporation annual report form. To reinstate the corporations must submit a completed reinstatement application or a current corporation annual report form. The total amount due to reinstate PLUMBERS & PIPEFITTERS 624 HOLDING CORP., is \$236.25, less the \$61.25 for the 1999 annual report. The total amount due to reinstate PLUMBERS AND FITTERS LOCAL NO. 111 BUILDING COMPANY, INC., is \$236.25.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6910.

Louise Flemming-Jackson
Corporate Specialist Supervisor

Letter Number: 899A00048640

ARTICLES OF MERGER
Merger Sheet

MERGING:

PLUMBERS AND FITTERS LOCAL NO. 111 BUILDING COMPANY, INC., a
Florida corporation (Document #719866)

INTO

PLUMBERS & PIPEFITTERS 624 HOLDING CORP., INC. which changed its
name to

PLUMBERS & PIPEFITTERS LOCAL 123 HOLDING CORPORATION, INC., a
Florida entity, 765705

File date: December 7, 1999

Corporate Specialist: Louise Flemming-Jackson

ARTICLES OF MERGER

(Not for Profit Corporations)

99 DEC -7 PM 12:08

The following articles of merger are submitted in accordance with the Florida Not For Profit Corporation Act pursuant to section 617.1105, Florida Statutes.

First: The name and jurisdiction of the surviving corporation are:

Name

Jurisdiction

PLUMBERS & PIPEFITTERS 624 HOLDING
CORP., INC.

Florida

Second: The name and jurisdiction of each merging corporation are:

Name

Jurisdiction

PLUMBERS AND FITTERS LOCAL NO. 111 BUILDING
COMPANY, INC.

Florida

Third: The Plan of Merger is attached.

Fourth: The merger shall become effective on the date the Articles of Merger are filed with the Florida Department of State

OR ____ / ____ / ____ (Enter a specific date. NOTE: An effective date cannot be prior to the date of filing or more than 90 days in the future).

(Attach additional sheets if necessary)

Fifth: ADOPTION OF MERGER BY SURVIVING CORPORATION
(COMPLETE ONLY ONE SECTION)

SECTION I

The plan of merger was adopted by the members of the surviving corporation on _____.
The number of votes cast for the merger was sufficient for approval and the vote for the plan was as follows:
_____ FOR _____ AGAINST _____

SECTION II

(CHECK IF APPLICABLE) _____ The plan or merger was adopted by written consent of the members and executed in accordance with section 617.0701, Florida Statutes.

SECTION III

There are no members or members entitled to vote on the plan of merger.
The plan of merger was adopted by the board of directors on July 15, 1999. The number of directors in office was 4. The vote for the plan was as follows: 4 FOR 0 AGAINST

Sixth: ADOPTION OF MERGER BY MERGING CORPORATION(s)
(COMPLETE ONLY ONE SECTION)

SECTION I

The plan of merger was adopted by the members of the merging corporation(s) on _____.
The number of votes cast for the merger was sufficient for approval and the vote for the plan was as follows: _____ FOR _____ AGAINST _____

SECTION II

(CHECK IF APPLICABLE) _____ The plan or merger was adopted by written consent of the members and executed in accordance with section 617.0701, Florida Statutes.

SECTION III

There are no members or members entitled to vote on the plan of merger.
The plan of merger was adopted by the board of directors on July 15, 1999. The number of directors in office was 4. The vote for the plan was as follows: 4 FOR 0 AGAINST

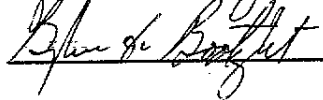
Seventh: SIGNATURES FOR EACH CORPORATION

Name of Corporation

Signature

Typed or Printed Name of Individual & Title

PLUMBERS AND FITTERS LOCAL
111 BUILDING COMPANY, INC.
PLUMBERS & PIPEFITTERS 624
HOLDING CORP., INC.

BYRON BOATRIGHT, TREASURER/DIRECTOR

BYRON BOATRIGHT, TREASURER/DIRECTOR

PLAN OF MERGER

The following plan of merger is submitted in compliance with section 617.1101, Florida Statutes and in accordance with the laws of any other applicable jurisdiction of incorporation.

The name and jurisdiction of the surviving corporation are:

<u>Name</u>	<u>Jurisdiction</u>
PLUMBERS & PIPEFITTERS 624 HOLDING CORP., INC.	Florida

The name and jurisdiction of each merging corporation are:

<u>Name</u>	<u>Jurisdiction</u>
PLUMBERS AND FITTERS LOCAL NO. 111 BUILDING COMPANY, INC.	Florida

The terms and conditions of the merger are as follows:

Plumbers and Fitters Local No. 111 Building Company, Inc., merges into Plumbers & Pipefitters 624 Holding Corp., Inc., and passes title to all real estate and other property of former Locals 111 and 624 to surviving corporation.

A statement of any changes in the articles of incorporation of the surviving corporation to be effected by the merger is as follows:

Name changed to Plumbers & Pipefitters Local 123 Holding Corporation, Inc., and the Board of Directors consists of President, vice President, Business Manager and Recording Secretary of Local 123.

Other provisions relating to the merger are as follows: