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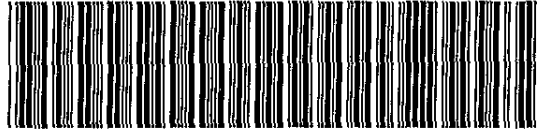
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TALLAHASSEE, FLORIDA

gk Merger

ARTICLES OF MERGER

Sections 617.1101-617.1107, F.S.
(Not for Profit Corporations)

The attached form is to be used only when two or more not for profit corporations merge. This form is basic and may not meet your specific merger needs. The advice of an attorney is recommended.

Fees:

Filing Fee

Lee County SRC - \$35.00
Collier SRC - \$35.00
Hendry / Glades SRC - \$35.00
\$105.00 + \$8.75 Certified Copy Charge
\$35.00 for each merging and surviving corporation (includes a letter of acknowledgment)
Total = \$113.75

Certified Copy (optional) \$8.75 (plus \$1 per page for each page over 8, not to exceed a maximum of \$52.50; please send an additional copy of your document if a certified copy is requested)

- Send one check in the total amount made payable to the Department of State.
- Please include a cover letter containing your telephone number, return address and certification requirements, or complete the attached transmittal letter.

Mailing Address:

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:

Amendment Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

For further information, you may call (850) 245-6050.

TRANSMITTAL LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: ^{the} Lee County School Readiness Coalition, Inc.
(Name of surviving corporation)

New name: ^{the} Early Learning Coalition of Southwest Florida, Inc.
The enclosed merger and fee are submitted for filing.

Please return all correspondence concerning this matter to following:

Barbara Saunders, Executive Director
(Name of person)

Early Learning Coalition of Southwest Florida
(Name of firm/company)

12651 McGregor Blvd Suite 4-402
(Address)

Ft. Myers, FL 33919
(City/state and zip code)

For further information concerning this matter, please call:

Barbara Saunders At (239) 267-4105
(Name of person) (Area code & daytime telephone number)

☒ Certified copy (optional) \$8.75 (plus \$1 per page for each page over 8, not to exceed a maximum of \$52.50; please send an additional copy of your document if a certified copy is requested)

Mailing Address:

Amendment Section
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P.O. Box 6327
Tallahassee, FL 32314

Street Address:

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Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

ARTICLES OF MERGER

(Not for Profit Corporations)

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:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
The <u>Lee County School Readiness Coalition, Inc.</u>	<u>Lee County</u>	<u>N00000003686</u>

Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
<u>The Collier School Readiness Coalition, Inc.</u>	<u>Collier County</u>	<u>N00000001361</u>
<u>The Hendry / Glades School Readiness Coalition, Inc.</u>	<u>Hendry & Glades Counties</u>	<u>N01000004617</u>
_____	_____	_____
_____	_____	_____
_____	_____	_____

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 October 14, 2004.
The number of votes cast for the merger was sufficient for approval and the vote for the plan was as follows:
37 FOR 0 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 _____. The number of directors in office was _____. The vote for the plan was as follows: _____ FOR _____ 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 October 14, 2004.
The number of votes cast for the merger was sufficient for approval and the vote for the plan was as follows: 37 FOR 0 AGAINST

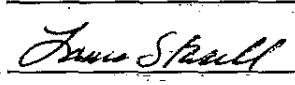
SECTION II

(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 _____. The number of directors in office was _____. The vote for the plan was as follows: _____ FOR _____ AGAINST

Seventh: SIGNATURES FOR EACH CORPORATION

<u>Name of Corporation</u>	<u>Signature</u>	<u>Typed or Printed Name of Individual & Title</u>
TR Lee County School Readiness Coalition, Inc.		Sabra Cecil, Chair
The Collier School Readiness Coalition, Inc.		Board Member
The Hendry / Glades School Readiness Coalition, Inc.		Board Member



Lee County School Readiness Coalition
Hendry/Glades School Readiness Coalition
Collier School Readiness Coalition

05 JUN 23 AM 9:02
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TALLAHASSEE, FLORIDA

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Merger Plan Agreement between the
The Lee County School Readiness Coalition, Inc.
The Hendry/Glades School Readiness Coalition, Inc.
The Collier School Readiness Coalition, Inc.

This document outlines the Merger Plan Agreement between The Lee County School Readiness Coalition, Inc., the Hendry/Glades County School Readiness Coalition, Inc. and the Collier School Readiness Coalition, Inc. A Notice of Intent to Merge, dated September 20th, 2004, has been filed with the Office of Early Learning as required. The three coalitions agree to form the multi-county coalition with mutual respect for each other and commitment to the mission of each Coalition.

1. Name of the multi-county Coalition

The name of the multi-county Coalition is **The Early Learning Coalition of Southwest Florida, Inc.** The FEID to be used for the multi-county Coalition will be Lee County School Readiness Coalition's FEID #65-1144775.

2. Mission Statement

The new mission statement of the The Early Learning Coalition of Southwest Florida is:

The Early Learning Coalition of Southwest Florida will work in collaboration with our communities to develop successful learners and to support those in school for continued success.

3. Vision and Beliefs Statement

The new vision statement of the Coalition is:

All children in Collier, Glades, Hendry and Lee communities will be healthy, eager, and successful learners, supported by well-informed parents, involved citizens, and collaborative community partners. Early Learning Programs will have high quality standards, comprehensive services, seamless delivery system with diverse settings, and well-educated, competent, and adequately compensated staff.

We believe that:

1. *Careful and thoughtful planning is necessary so that we do no harm, rush to change too quickly or change simply for the sake of change.*
2. *A quality early care and education system is flexible and adaptable, providing comprehensive services for all children and families that need them.*
3. *Collaboration among all providers of early care and education ensures that the system is made up of the best and highest quality services that each has to offer children and families.*
4. *A quality early care and education system includes elementary schools and ensures they are ready to serve the children they receive.*
5. *A quality early care and education system is well funded so that all the services necessary for every child to be ready for school can be provided.*
6. *A quality early care and education system recognizes and rewards those who provide quality services.*
7. *Diversity within and among children and staff enriches the experiences of all.*
8. *All children should have the benefit of a high quality early care and education program regardless of income or how they are served.*
9. *Families are their child's first and foremost teacher. Thus, a quality early care and education program includes services for families as well as children.*
10. *A stable, well-trained, and adequately compensated staff is a vital component of a quality early care and education system.*
11. *The community, including businesses, families and staff, must be educated so that they are fully aware of, and support, quality early care and education.*
12. *Children who are ready for school are healthy, well-nourished, excited, curious, eager to discover, responsive, bright-eyed, reflective, quizzical, imaginative, happy, earnest learners.*

4. Geographic Location

The geographic location for the Coalition will contain all of Lee, Hendry, Glades, and Collier counties.

Projected minimum number of children to be served

For Fiscal Year 2004-05, the budgeted direct child care allocation must not be less than what was expended in the FY 2003-04 for direct child care per county. Each county will have the authority to decide the percentage of the budget to be spent on direct child care, not less than what was expended in the previous year. The projected number of children to be served will be calculated by the Florida Partnership's formula as provided in the Grant Award to the Coalition.

5. Federal, state or local laws or regulations

The Coalition will continue to comply with all applicable current federal, state and local laws or regulations.

6. Board membership structure

The multi-county Coalition membership will be comprised of one-third representation from each county for the eighteen appointed positions and rotated membership for the five designated positions. (See attached DRAFT Term of Office by County).

7. Multi-County Coalition Plan and Operational Delivery System

The multi-county Coalition Plan will be submitted to the Florida Partnership for School Readiness 60 working days after the effective date of the Articles of Merger. Until receipt of the final approval, each Coalition's current plan will be in effect. The administrative services are already shared and will continue with business as usual.

The newly-appointed Board members will establish a strategic and organizational plan, and bylaws to address the following issues:

- decision making process
- service delivery structure
- organization chart
- committee structure, duties and responsibilities
- core business activities to be performed by Coalition and/or competitively procured

8. Corporate Structure

The Early Learning Coalition of Southwest Florida Articles of Incorporation will be amended to show the joining of Lee, Collier and Hendry/Glades into one multi-county Coalition. Accordingly, the Lee County Coalition's FEID number, #65-1144775, will be utilized for the multi-county Coalition.

9. Merger Termination

Corporate reorganization may be achieved in the event of a Merger termination by creating a six-month timeline, with a written letter of termination that will highlight the responsibilities of each county.

10. Cost Allocation

The multi-county Coalition's funding, with specific programmatic expenditures determined by each Coalition, will be combined into one budget with expenses allocated to specific line items. The new cost allocation plan will be submitted to the Florida Partnership for School Readiness for approval no later than 60 working days after the effective date of the Articles of Merger. Until receipt of the final approval, each Coalition's current plan will be in effect.

It is the intent of The Lee County School Readiness Coalition, Hendry/Glades County School Readiness Coalition and the Collier School Readiness Coalition to be joined into a multi-county coalition no later than December 31st, 2004. (See Attached Transition Timeline for details).

 Date 10-14-04

Dr, Judith Hartner, Chair

Lee County School Readiness
Readiness Coalition, Inc.

 Date 10-14-04

Peggy Baldwin, Chair

Hendry/Glades County School
Readiness Coalition, Inc.

 Date 152004

D. Keith Wickenden, Chair

Collier School Readiness
Coalition, Inc.