

No 2000009959

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP     WAIT     MAIL

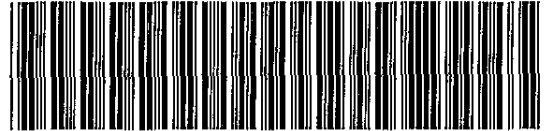
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



000025222410

RECEIVED  
03 DEC 19 PM 4:35  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

FILED  
03 DEC 30 PM 1:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032

REFERENCE : 368741 3360B

AUTHORIZATION :

*Patricia Pizuto*

COST LIMIT : \$ 78.75

ORDER DATE : December 19, 2003

ORDER TIME : 2:28 PM

ORDER NO. : 368741-015

CUSTOMER NO: 3360B

CUSTOMER: Mr. Norman J. Silber  
Ruden McClosky Smith Schuster  
Suite 1900, Bank Of America  
Tower 701 Brickell Ave  
Miami, FL 33131

*File 2nd*

ARTICLES OF MERGER

BLANK FAMILY FOUNDATION, INC.

INTO

THE NEW BLANK FAMILY  
FOUNDATION, INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY

CONTACT PERSON: Susie Knight

EXAMINER'S INITIALS: \_\_\_\_\_



FLORIDA DEPARTMENT OF STATE  
Glenda E. Hood  
Secretary of State

RECEIVED  
03 DEC 30 PM 12:51  
DIVISION OF CORPORATION

December 22, 2003

CSC  
ATTN: SUSIE  
TALLAHASSEE, FL

SUBJECT: THE NEW BLANK FAMILY FOUNDATION, INC.  
Ref. Number: N02000009959

We have received your document for THE NEW BLANK FAMILY FOUNDATION, INC. and the authorization to debit your account in the amount of \$. However, the document has not been filed and is being returned for the following: 7675

The merger must contain the appropriate approval: If the members have voting rights, as to each corporation:

- (1) the date of the meeting of members at which the plan of merger was adopted
- (2) a statement that the number of votes cast for the merger was sufficient for approval, and
- (3) the vote on the plan - or a statement that such plan was adopted by written consent and executed in accordance with section 617.0701, Florida Statutes.

When there are no members entitled to vote, as to each corporation:

- (1) a statement that there are no members or members entitled to vote,
- (2) the date of adoption of the plan by the board of directors, and
- (3) the number of directors then in office and the vote for the plan.

If you have any questions concerning the filing of your document, please call (850) 245-6903.

Cheryl Coulliette  
Document Specialist

Letter Number: 703A00068168

*Resubmit*

**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 New Blank Family Foundation, Inc.	Florida	N02000009959

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

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
BLANK FAMILY FOUNDATION, INC.	Florida	N24172

FILED  
 03 DEC 30 PM 1:28  
 SECRETARY OF STATE  
 TALLAHASSEE, 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 \_\_\_\_\_. 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 \_\_\_\_\_. The number of votes cast for the merger was sufficient for approval and the vote for the plan was as follows: \_\_\_\_\_ FOR \_\_\_\_\_ AGAINST

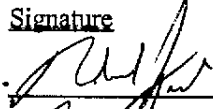
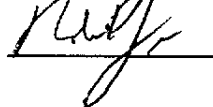
**SECTION II**

(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 \_\_\_\_\_. 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 &amp; Title</u>
The New Blank Family Foundation, Inc. BLANK FAMILY FOUNDATION, INC	 12/29/23	Robert Fischer, Vice President
	 12/29/23	Robert Fischer, Vice President

**PLAN OF MERGER  
OF  
BLANK FAMILY FOUNDATION, INC.  
AND  
THE NEW BLANK FAMILY FOUNDATION, INC.**

This is a plan of merger (the "Plan of Merger") between **BLANK FAMILY FOUNDATION, INC.**, a Florida not for profit corporation, and **THE NEW BLANK FAMILY FOUNDATION, INC.**, a Florida not for profit corporation.

1. **Constituent Corporations.** The name of each constituent corporation in this Plan of Merger is **BLANK FAMILY FOUNDATION, INC.**, a Florida not for profit corporation (herein "BFF"), and **THE NEW BLANK FAMILY FOUNDATION, INC.**, a Florida not for profit corporation (herein "New BFF").
2. **Merger.** Pursuant to section 617.1107, Florida Statutes, BFF shall be merged into New BFF (the "merger").
3. **Surviving Corporation.** The surviving corporation in the merger under this Plan of Merger shall be **THE NEW BLANK FAMILY FOUNDATION, INC.**, a Florida not for profit corporation.
4. **Articles of Incorporation of Surviving Corporation.** There shall be no changes to the articles of incorporation of the surviving corporation by reason of this merger.
5. **Assets and Liabilities.** On the effective date of the merger, the separate existence of BFF shall cease and NEW BFF shall, without further action, possess all of its rights and privileges immediately preceding the merger. All assets of any nature of BFF shall, without further action, be vested in NEW BFF immediately following the merger. Following the merger, NEW BFF shall be responsible for all liabilities and obligations of BFF. Any claim existing or action or proceeding pending against BFF may be continued as if the merger did not occur or NEW BFF may be substituted for BFF in any such proceeding. Neither the rights of creditors, nor any liens upon the property, of BFF shall be impaired by the merger.
6. **Effective Date.** The merger shall be effective upon the filing by with the Florida Department of State of the Articles of Merger, or at such other time that may be specified in the Articles of Merger.
7. **Abandonment.** Notwithstanding anything to the contrary herein contained, this Plan of Merger may be terminated and abandoned by the board of directors of NEW BFF or the board of directors of BFF any time prior to the filing of the Articles of Merger with the Florida Department of State..

IN WITNESS WHEREOF, this plan of merger has been executed by the undersigned constituent corporations on the dates respectively indicated.

**BLANK FAMILY FOUNDATION, INC.**

**THE NEW BLANK FAMILY FOUNDATION, INC.**

By:   
Andrew S. Blank, President

By:   
Andrew S. Blank, President

Date: 10/24/03

Date: 10/24/03

