

N05000002249

(Requestor's Name)

MARTIN BOIRE  
SUPPORT OUR TROOPS. INC  
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**ARTICLES OF MERGER**  
OF  
**SUPPORT OUR TROOPS – ILLINOIS CHAPTER, INC.**  
AN ILLINOIS NONPROFIT CORPORATION  
INTO  
**SUPPORT OUR TROOPS, INC.,**  
A FLORIDA NOT FOR PROFIT CORPORATION

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**ARTICLE I - NAME & AND JURISDICTION OF THE SURVIVING CORPORATION**

The surviving corporation is Support Our Troops, Inc., a Florida not for profit corporation, N05000002249, and its articles of incorporation are not changed by this merger.

**ARTICLE II - NAME AND JURISDICTION OF THE MERGING CORPORATION**

The merging corporation is Support Our Troops – Illinois Chapter, Inc. (IL#64652311), an Illinois corporation.

**ARTICLE III – PLAN OF MERGER.**

The Plan of Merger is attached and by reference is incorporated herein.

**ARTICLE IV – EFFECTIVE DATE OF MERGER**

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

**ARTICLE V - ADOPTION OF MERGER BY SURVIVING CORPORATION**

The plan of merger was adopted by unanimous written consent of the directors of the surviving corporation and executed in accordance with section 617.0701, Florida Statutes.

**ARTICLE VI - ADOPTION OF MERGER BY MERGING CORPORATION**

The plan of merger was adopted by unanimous written consent of the members and directors of the merging corporation and executed in accordance with section 617.0701, Florida Statutes.

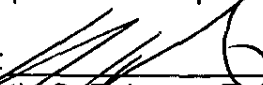
*For the Merging Corporation*

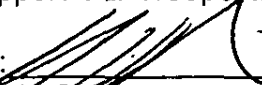
*For the Surviving Corporation*

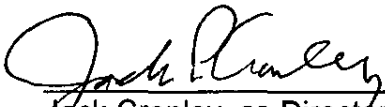
*I state under penalty of perjury that to the best of my knowledge the facts herein are true and correct.*

Support Our Troops – Illinois Chapter, Inc

Support Our Troops Inc.

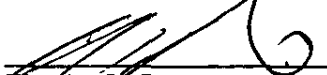
BY:   
Martin C. Boire, as President

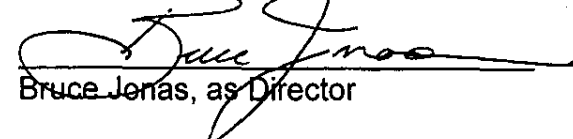
BY:   
Martin C. Boire, as President

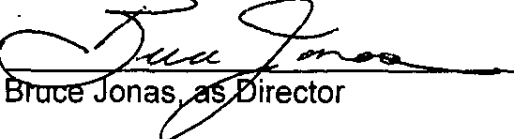
  
Jack Cranley, as Director

  
Joseph V. Anania, as Director

  
Martin C. Boire, as Director

  
Martin C. Boire, as Director

  
Bruce Jonas, as Director

  
Bruce Jonas, as Director

**PLAN OF MERGER**  
OF  
**SUPPORT OUR TROOPS – ILLINOIS CHAPTER INC.**  
AN ILLINOIS NONPROFIT CORPORATION  
INTO  
**SUPPORT OUR TROOPS, INC.,**  
A FLORIDA NOT FOR PROFIT CORPORATION

**Summary.**

- Surviving Organization: Support Our Troops, Inc. (hereafter SOT) is organized under the laws of Florida (FL#N05000002249) and is registered to engage in business in Illinois (IL#68097207).
- Merged Organization: Support Our Troops – Illinois Chapter, Inc. (IL#64652311) (hereafter SOTIC ) is organized under the laws of Illinois .
- Approved: By Board of SOT (SOT has no members), and by the Board and Membership of SOTIC.
- Name of Surviving Organization: Support Our Troops, Inc.
- Stock: Both organizations are non-stock corporations.
- Non-Profit: Both organizations are not-for-profit organizations.
- Articles of Incorporation: The Articles of Incorporation of Support Our Troops, Inc. are not changed by this merger.

**Purpose of Merger.**

SOTIC is organized under the laws of Illinois, and SOT is organized under the laws of Florida and registered to engage in business in Illinois.

To best serve the troops and their families SOTIC has steadfastly pursued the maximum charitable efficiency, doing the most good possible with the least possible overhead.

In these changing economic times SOTIC intends to use prudent business sense in all manner possible to maximize charitable performance for its intended beneficiaries.

As named in SOTIC's Articles of Incorporation SOT is affiliated with SOTIC for the common purpose of serving the troops and their families, and SOT as parent charity has been handling all of the administrative work for SOTIC to date.

SOT is also active in Illinois , and its overhead is consistently below three percent (3%) to date and SOT can maintain and increase the two groups' common mission efficiency by merging SOTIC's operation into SOT's larger operation.

For reduction of paperwork, creation of more time to focus on the corporate mission, and to keep administrative costs down, the Board of Directors of SOT and the Board of Directors of SOTIC have determined it best to merge the subsidiary organization SOTIC into SOT which will then continue forth to do business within Illinois .

In these changing economic times SOT intends to continue to use prudent business and maximize charitable efficiency by avoiding the costs of unproductive duplication.

This will also place SOT of record and review in Illinois , increase name recognition, and increase the speed and ease with which people can find and interact with the organization, and thereby increase the ability to fulfill the mission.

For the aforesaid reasons it will best fulfill the purposes of both organizations for SOTIC to merge into SOT in accordance with Article XIII of the Articles of Incorporation of SOTIC, and SOT will continue forward to serve the troops and their families.

#### **Plan of Merger of SOTIC into SOT.**

SOT and SOTIC approve the merger of SOTIC into the parent SOT and the execution of any necessary Articles of Merger. SOT has no members and the right to amend or restate is vested in the Board, and SOT is the only member and voting member of SOTIC.

SOT shall upon merger acquire all rights and obligations of SOTIC, including all the rights, privileges, immunities, and powers of said corporation.

SOT shall upon merger possess all the rights, privileges, immunities, and franchises, of a public as well as of a private nature, of SOTIC.

Per the Merger of Not For Profit Corporations Act, upon merger all real, personal, and mixed property, all debts due on whatever account, all other choses in action, and all and every other interest of or belonging to or due SOTIC shall be taken and deemed to be transferred to and vested in SOT without further act or deed. No assets will be retained by SOTIC after the merger. An asset of SOTIC is a "support our troops" special plate discussed in 625 ILCS 5/3-675, which can henceforth be most efficiently administered by Support Our Troops, Inc. The aforesaid special plate asset and revenue generated thereby and derived therefrom are hereby transferred to Support Our Troops, Inc. in accordance with Article XIII of the Articles of Incorporation of SOTIC.

There are no changes to the current Articles of Incorporation of SOT as a result of this merger. The merger shall become effective on the date the Articles of Merger are filed with the Illinois Secretary of State.

SOT is the surviving/acquiring corporation, and will continue to be governed under the laws of the State of Florida.

No person in SOT or SOTIC is entitled to be paid any compensation or receive any financial benefit as a result of this merger.

The officers of SOT and SOTIC are authorized, empowered and directed execute any and all documents and take all actions necessary and proper to implement the foregoing.

On behalf of the troops and their families the Board thanks everyone who has been involved to date and looks forward to doing continued good works with them under the new format in Illinois.