

N20000013826

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

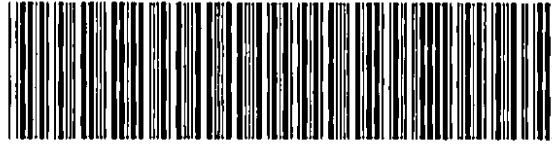
(Business Entity Name)

(Document Number)

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FILE 2ND

CORPORATION SERVICE COMPANY
1201 Hays Street
Tallahassee, FL 32301
Phone: 850-558-1500

ACCOUNT NO. : I20000000195
REFERENCE : 579030 4803460
AUTHORIZATION : *[Signature]*
COST LIMIT : \$ 70.00

ORDER DATE : December 18, 2020
ORDER TIME : 11:21 AM
ORDER NO. : 579030-015
CUSTOMER NO: 4803460

ARTICLES OF MERGER

SIERRA FOUNDATION, INC.

INTO

SIERRA FOUNDATION, INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_____ CERTIFIED COPY
_____ PLAIN STAMPED COPY

CONTACT PERSON: Amanda Robinson

EXAMINER'S INITIALS: _____

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)
Sierra Foundation, Inc. _____	Florida _____	N20000013826 _____

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

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
Sierra Foundation, Inc. _____	New Jersey _____	Not applicable. _____
_____ _____	_____ _____	_____ _____
_____ _____	_____ _____	_____ _____
_____ _____	_____ _____	_____ _____

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 after merger file date).

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

(Attach additional sheets if necessary)

2020 DEC 18 AM 10:03

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

**PLAN OF MERGER
OF
SIERRA FOUNDATION, INC.,
a New Jersey nonprofit corporation**

with and into

**SIERRA FOUNDATION, INC.,
a Florida corporation not for profit**

THIS PLAN OF MERGER is entered into this 17th day of December, 2020, by and between Sierra Foundation, Inc., a Florida corporation not for profit ("Sierra FL"), and Sierra Foundation, Inc., a New Jersey nonprofit corporation ("Sierra NJ").

1. Sierra FL and Sierra NJ shall, pursuant to the provisions of the New Jersey Nonprofit Corporation Act and the provisions of the Florida Not for Profit Corporation Act, be merged with and into a single corporation (the "Merger"), with Sierra FL being the surviving nonprofit corporation in the Merger.

2. At the effective time of the Merger, Sierra NJ shall be merged with and into Sierra FL, and Sierra FL shall succeed to all of the rights, obligations, assets, tax attributes and liabilities of Sierra NJ, as provided by law.

3. The present Articles of Incorporation and Bylaws of Sierra FL shall not be changed by the Merger.

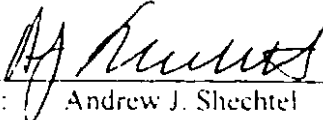
4. The persons who are the directors and officers of Sierra FL immediately prior to the effective time of the Merger shall, after the Merger, continue as the directors and officers of Sierra FL without change, to serve, subject to the provisions of the Bylaws of Sierra FL, until their successors have been duly elected and qualified in accordance with the laws of the State of Florida and the Articles of Incorporation and Bylaws of Sierra FL.

4. At the effective time of the Merger, SASTTUF Holdings, LLC, a Florida limited liability company, shall be the sole member of Sierra FL as the surviving corporation.

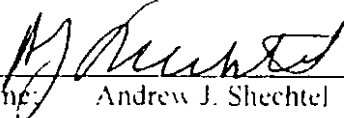
5. This Plan of Merger constitutes the entire agreement between the parties with respect to the matters covered hereby and supersedes all previous written, oral or implied understandings between them with respect to such matters.

IN WITNESS WHEREOF the parties hereto have executed this Plan of Merger as of the date first written above.

SIERRA FOUNDATION, INC.,
a Florida corporation not for profit

By: 
Name: Andrew J. Shechtel
Title: President

SIERRA FOUNDATION, INC.,
a New Jersey nonprofit corporation

By: 
Name: Andrew J. Shechtel
Title: President