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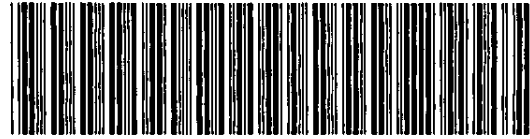
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COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Elks Lodge No. 2730 Benevolent And Protective Order Of The
United States of America, Inc.

(Name of Surviving Corporation)

The enclosed Articles of Merger and fee are submitted for filing.

Please return all correspondence concerning this matter to following:

James H. Klynman

(Contact Person)

Elks Lodge No. 2730 Benevolent And Protective Order Of
The United States Of America, Inc.

(Firm/Company)

P.O. Box 3100

(Address)

Belleview, Florida 34421

(City/State and Zip Code)

For further information concerning this matter, please call:

James H. Klynman

(Name of Contact Person)

At (352) 348-3836

(Area Code & Daytime Telephone Number)

Certified copy (optional) \$8.75 (Please send an additional copy of your document if a certified copy is requested)

STREET ADDRESS:

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

MAILING ADDRESS:

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

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)
Elks Lodge No. 2730 Benevolent And Protective Order Of Elks Of The United States Of America, Inc.	Florida	592767697

Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
Lady Lake Lodge No. 2793 Benevolent And Protective Order Of Elks Of The United States Of America, Inc.	Florida	N96000004146
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

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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).

(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 March 25, 2013. The number of directors in office was 09. The vote for the plan was as follows: 09 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 March 25, 2013. The number of directors in office was 09. The vote for the plan was as follows: 09 FOR 0 AGAINST

Seventh: SIGNATURES FOR EACH CORPORATION

<u>Name of Corporation</u>	<u>Signature of the chairman/ vice chairman of the board or an officer.</u>	<u>Typed or Printed Name of Individual & Title</u>
<u>Elks Lodge No. 2730 Benevolent And Protective Order Of Elks Of The United States Of America, Inc.</u>	<u><i>George Sevast</i></u>	<u>George . Sevast, as Exalted Ruler</u>
<u>Elks Lodge No. 2730 Benevolent And Protective Order of Elks Of The United States Of America, Inc.</u>	<u><i>Don Diamant</i></u>	<u>Don Diamant, as Chairman of Board of Directors/Trustees</u>
<u>Lady Lake Lodge No. 2793 Benevolent And Protective Order Of Elks Of The United States Of America, Inc.</u>	<u><i>George Sevast</i></u>	<u>George . Sevast, as Exalted Ruler</u>
<u>Lady Lake Lodge No. 2793 Benevolent And Protective Order Of Elks Of The United States Of America, Inc.</u>	<u><i>Don Diamant</i></u>	<u>Don Diamant, as Chairman of Board of Directors/Trustees</u>

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:

<u>Name</u>	<u>Jurisdiction</u>
Elks Lodge No. 2730 Benevolent And Protective Order Of Elks Of The United States Of America, Inc,	Florida

The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>
Lady Lake Lodge No. 2793 Benevolent And Protective Order Of Elks Of The United States Of America, Inc.	Florida
_____	_____
_____	_____
_____	_____
_____	_____

The terms and conditions of the merger are as follows: Plan of Merger attached.

A statement of any changes in the articles of incorporation of the surviving corporation to be effected by the merger is as follows: Article First of the Articles of Incorporation of Elks Lodge No. 2730 Benevolent And Protective Order Of Elks Of The United States of America, Inc., are hereby amended in total and replaced as follows:

"FIRST: That the name of said non-profit corporation shall be South Marion Villages Lodge No. 2730, Benevolent And Protective Order Of Elks Of The United States Of America, Inc."

Other provisions relating to the merger are as follows: None.

PLAN OF MERGER

All Property, including but not limited to real property, tangible personal property, intangible personal property, memorabilia, assets and outstanding debts and liabilities of the merging corporation shall be merged and become the property and debts of the surviving corporation.