

P13000086974

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP  WAIT  MAIL

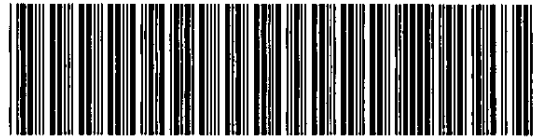
(Business Entity Name)

(Document Number)

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

Special Instructions to Filing Officer:  
  
*Plan of merger*

Office Use Only



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03/06/17--01039--008 \*\*78.75

FILED  
17 MAR 20 PM 2:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

MAR 20 2017  
D CUSHING

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** American Developing and Preserving Together, Inc. (ADAPT, 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:

Marleen Eddlemon

Contact Person

Americans Developing and Preserving Together, Inc.

Firm/Company

2227 West Main Street, Suite 3

Address

Jacksonville AR 72076

City/State and Zip Code

marleen.eddlemon@gmail.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Marleen Eddlemon

Name of Contact Person

At ( 501 ) 985-9944

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

FILED  
MAR 20 PM 2:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

March 9, 2017

MARLEEN EDDLEMON  
AMERICANS DEVELOPING AND PRESERVING TOG  
2227 WEST MAIN STREET, SUITE 3  
JACKSONVILLE, AR 72076

SUBJECT: AMERICANS DEVELOPING AND PRESERVING TOGETHER, INC.  
Ref. Number: P13000086974

We have received your document for AMERICANS DEVELOPING AND PRESERVING TOGETHER, INC. and your check(s) totaling \$78.75. However, the document has not been filed and is being retained in this office for the following:

The articles of merger must contain the provisions of the plan of merger or the plan of merger must be attached.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Diane Cushing  
Senior Section Administrator

Letter Number: 617A00004558

RECEIVED  
17 MAR 20 PH 3:52  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE FLORIDA

# ARTICLES OF MERGER

(Profit Corporations)

The following articles of merger are submitted in accordance with the Florida Business Corporation Act pursuant to section 607.1105, Florida Statutes.

**First:** The name and jurisdiction of the surviving corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
Americans Developing and Preserving Together	Florida	P13000086974

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

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
Doctors Testing Center LLC II	Arkansas	100214978

**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.

**Fifth:** Adoption of Merger by surviving corporation - (COMPLETE ONLY ONE STATEMENT)

The Plan of Merger was adopted by the shareholders of the surviving corporation on \_\_\_\_\_.

The Plan of Merger was adopted by the board of directors of the surviving corporation on December 31, 2016 \_\_\_\_\_ and shareholder approval was not required.

**Sixth:** Adoption of Merger by merging corporation(s) (COMPLETE ONLY ONE STATEMENT)

The Plan of Merger was adopted by the shareholders of the merging corporation(s) on \_\_\_\_\_.

The Plan of Merger was adopted by the board of directors of the merging corporation(s) on December 31, 2016 \_\_\_\_\_ and shareholder approval was not required.

(Attach additional sheets if necessary)

FILED  
 MARCH 20 PM 2:33  
 SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA



**PLAN OF MERGER**  
**(Non Subsidiaries)**

The following plan of merger is submitted in compliance with section 607.1101, Florida Statutes, and in accordance with the laws of any other applicable jurisdiction of incorporation.

**First:** The name and jurisdiction of the **surviving** corporation:

<u>Name</u>	<u>Jurisdiction</u>
ADAPT, Inc.	Florida
_____	_____

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

<u>Name</u>	<u>Jurisdiction</u>
Doctors Testing Center, LLC II	Arkansas
_____	_____
_____	_____
_____	_____
_____	_____

**Third:** The terms and conditions of the merger are as follows:

All Assets, debts, inventory, equipment, stock and retained earnings of DTC, LLC II will be assumed by ADAPT, Inc. Note to ADAPT, Inc., (163,405.85) will be assumed by the partners of DTC LLC II.

**Fourth:** The manner and basis of converting the shares of each corporation into shares, obligations, or other securities of the surviving corporation or any other corporation or, in whole or in part, into cash or other property and the manner and basis of converting rights to acquire shares of each corporation into rights to acquire shares, obligations, or other securities of the surviving or any other corporation or, in whole or in part, into cash or other property are as follows:

*(Attach additional sheets if necessary)*

THE FOLLOWING MAY BE SET FORTH IF APPLICABLE:

Amendments to the articles of incorporation of the surviving corporation are indicated below or attached:

There are not changes to the articles of incorporation

**OR**

Restated articles are attached:

Other provisions relating to the merger are as follows:

DTC, LLC II  
Balance Sheet  
December 31, 2016

ASSETS

Current Assets		
Arvest Bank	\$ 340.87	
Inventory	<u>2,309.32</u>	
Total Current Assets		2,650.19
Property and Equipment		
Equipment	<u>50.35</u>	
Total Property and Equipment		50.35
Other Assets		
Investment - ADAPT, Inc. FL	<u>176.40</u>	
Total Other Assets		<u>176.40</u>
Total Assets	<u>\$ 2,876.94</u>	

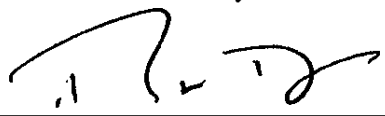
LIABILITIES AND CAPITAL


Current Liabilities		
Total Current Liabilities		0.00
Long-Term Liabilities		
Note - ADAPT, Inc. FL	<u>\$ 163,405.85</u>	
Total Long-Term Liabilities		<u>163,405.85</u>
Total Liabilities		163,405.85
Capital		
"A" Units	490.00	
"B" Units	48,966.71	
Retained Earnings	(209,832.62)	
Net Income	<u>(153.00)</u>	
Total Capital		<u>(160,528.91)</u>
Total Liabilities & Capital	<u>\$ 2,876.94</u>	



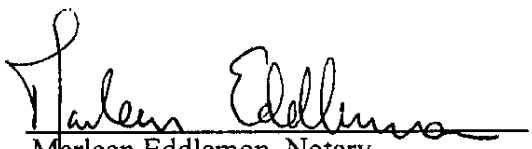
ARTICLES OF MERGER

1. Name and jurisdiction of each entity:  
American Developing and Preserving Together, Inc. (ADAPT, Inc.)  
2227 West Main Street, Suite 3  
Jacksonville, AR 72076  
Jurisdiction: FLORIDA  
and  
Doctors Testing Center, LLC II  
2227 West Main Street, Suite 3  
Jacksonville, AR 72076  
Jurisdiction - ARKANSAS
2. Agreement of merger has been approved and executed by each entity as follows:  
American Developing and Preserving Together, Inc. (ADAPT, Inc.) members and Board of Directors met on 12/30/16 and approved the merger.  
Doctors Testing Center, LLC II members and Board of Directors met on 12/30/16 and approved the merger
3. The name of the surviving or resulting entity shall be:  
American Developing and Preserving Together, Inc. (ADAPT, Inc.)
4. Effective date of the merger:  
1/1/2017
5. The agreement of merger is on file at the place of business of American Developing and Preserving Together, Inc. (ADAPT, Inc.) and the address of that place of business is:  
2227 West Main Street, Suite 3  
Jacksonville, AR 72076
6. A copy of the agreement of merger will be furnished, upon request and without cost, to any person holding an interest in any business entity involved in the merger, and if the resulting entity is not a business organized under the laws of this state, a statement that such resulting business entity agrees that it may be served with process in this state in any proceeding for enforcement of any obligation of any business entity party to the merger that was organized under the laws of this state, as well as for enforcement of any obligation of the resulting business entity arising from the merger, and appoints the Secretary of State as its agent for service for service of process in any such proceeding, and the surviving business entity or the new business entity shall specify the address to which a copy shall be mailed to it by the Secretary of State. If applicable, that address is:  
Executed this 30th day of December, 2016 at Jacksonville, Arkansas

  
\_\_\_\_\_  
Ron Davis  
ADAPT, Inc.

  
\_\_\_\_\_  
Ron Davis  
Doctors Testing Center, LLC II

State of Arkansas, County of Pulaski  
Subscribed and sworn before me, Marleen Eddlemon, a Notary Public within and for the State and County aforementioned, on this 30<sup>th</sup> day of December, 2016.

  
\_\_\_\_\_  
Marleen Eddlemon, Notary

