

P150000097873

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP

WAIT

MAIL

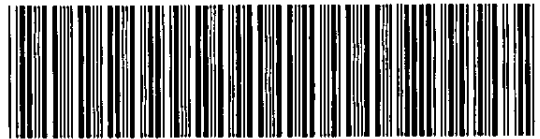
(Business Entity Name)

(Document Number)

Certificates of Status

Special Instructions to Filing Officer:

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merger

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DEPARTMENT OF STATE
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15 DEC 22 PM 1:07
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FILED
15 DEC 22 PM 3:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

15 DEC 22 PM 3:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE
Division of Corporations

December 23, 2015

Capital Connection Inc
417 E. Virginia St.
Ste 1
Tallahassee, FL 32301

SUBJECT: TEST AND TRAINING FLIGHT SERVICES, INC.
Ref. Number: P15000097873

RECEIVED
DEPARTMENT OF STATE
16 JAN - 6 AM 11:58

We have received your document for TEST AND TRAINING FLIGHT SERVICES, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please change the wording in paragraph 6 to "adoption of merger by the merging corporation" and change the title of the document and the paragraph underneath the title to Articles of Merger instead of Certificate of Merger.

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

Annette Ramsey
Regulatory Specialist II

Letter Number: 615A00026824

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

TEST AND TRAINING FLIGHT

SERVICES INC

Signature _____

Requested by: SETH

01/06/16

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____

____ Art of Inc. File _____
____ LTD Partnership File _____
____ Foreign Corp. File _____
____ L.C. File _____
____ Fictitious Name File _____
____ Trade/Service Mark _____
____ Merger File _____
____ Art. of Amend. File _____
____ RA Resignation _____
____ Dissolution / Withdrawal _____
____ Annual Report / Reinstatement _____
____ Cert. Copy _____
____ Photo Copy _____
____ Certificate of Good Standing _____
____ Certificate of Status _____
____ Certificate of Fictitious Name _____
____ Corp Record Search _____
____ Officer Search _____
____ Fictitious Search _____
____ Fictitious Owner Search _____
____ Vehicle Search _____
____ Driving Record _____
____ UCC 1 or 3 File _____
____ UCC 11 Search _____
____ UCC 11 Retrieval _____
____ Courier _____

FILED

ARTICLES OF MERGER OF
TEST AND TRAINING FLIGHT SERVICES, INC., a Georgia corporation, PM 3: 31
AND
TEST AND TRAINING FLIGHT SERVICES, INC., a Florida corporation
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The following Articles of Merger are submitted in accordance with the Florida Business Corporation Act, pursuant to Section 607.1101, et seq., Florida Statutes, and the Georgia Business Corporation Code, pursuant to Code Section 14-2-1101, et seq., Georgia Code:

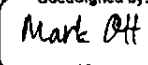
- First: The name and jurisdiction of the Surviving Corporation:
- Test and Training Flight Services, Inc., a Florida corporation
- Second: The name and jurisdiction of the Merging Corporation:
- Test and Training Flight Services, Inc., a Georgia corporation
- Third: The Plan of Merger is attached. A copy of the Plan of Merger is also on file at the principal place of business of the Surviving Corporation, to wit:
- Test and Training Flight Services, Inc.
11490 Emerald Coast Parkway, Suite 201E
Miramar Beach, FL 32550
- Fourth: The merger shall become effective upon the filing of these Articles of Merger with the Florida Secretary of State.
- Fifth: Adoption of Merger by the Surviving Corporation:
- The Plan of Merger was adopted by sole shareholder and director of the Surviving Corporation in accordance with Section 607.1103, Florida Statutes, on December 22, 2015.
- Sixth: Adoption of Merger by the Merging Corporation:
- The Plan of Merger was adopted by the sole shareholder and director of the Merging Corporation in accordance with Code Section 14-2-1103, Georgia Code, on December 22, 2015.
- Seventh: Registered Agent in Georgia:
- For purposes of compliance with Code Section 14-2-1107(b)(1) of the Georgia Code, the Surviving Corporation hereby appoints the Georgia Secretary of State as agent for the Surviving Corporation on whom process in the State of Georgia in any action, suit or proceeding for the

enforcement of an obligation of each corporation constituent to the merger may be served. The address to which a copy of such process is to be mailed is:

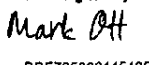
Test and Training Flight Services, Inc.
11490 Emerald Coast Parkway, Suite 201E
Miramar Beach, FL 32550

Surviving Corporation:
TEST AND TRAINING FLIGHT
SERVICES, INC.,
a Florida corporation

Merging Corporation:
TEST AND TRAINING FLIGHT
SERVICES, INC.,
a Georgia corporation

By: 
DocuSigned by:
Mark Ott
BDE795380445485...

Mark Ott, President

By: 
DocuSigned by:
Mark Ott
BDE795380445485...

Mark Ott, President

PLAN OF MERGER OF
TEST AND TRAINING FLIGHT SERVICES, INC., a Georgia corporation,
AND
TEST AND TRAINING FLIGHT SERVICES, INC., a Florida corporation

This Plan of Merger dated December 22, 2015, is made and entered into between Test and Training Flight Services, Inc., a Florida corporation, herein referred to as the "Surviving Corp", and Test and Training Flight Services, Inc., a Georgia corporation, herein referred to as the "Merged Corp".

RECITALS:

- A. Test and Training Flight Services, Inc. is a corporation organized and existing under the laws of the State of Florida, with its principal office at 11490 Emerald Coast Parkway, Suite 201E, Miramar Beach, FL 32550.
- B. The shares of the Surviving Corp are held as follows:
- Mark Ott 100 Shares
- C. Test and Training Flight Services, Inc. is a corporation organized and existing under the laws of the State of Georgia, with its principal office at 606 Kimzey Court, Peachtree City, Georgia 30269.
- D. The shares of the Merged Corp are held as follows:
- Mark Ott 500 Shares
- E. The sole shareholder and director of the constituent corporations deems it desirable and in the best business interests of the respective corporations that the Merged Corp be merged into the Surviving Corp, pursuant to the provisions of Sections 607.1101, et seq., of the Florida Business Corporation Act and Code Sections 14-2-1101, et seq. of the Georgia Business Corporation Code, in order that the transaction qualify as a "reorganization" within the meaning of Section 368(a)(1)(A) of the Internal Revenue Code of 1986, as amended.

In consideration of the mutual covenants, and subject to the terms and conditions set forth below, the constituent limited liability companies agree as follows:

1. Recitals. The foregoing recitals are true and correct, and are incorporated herein by reference.
2. Merger. The Merged Corp shall merge with and into the Surviving Corp. The merger shall become effective (the "Effective Date") when the Certificate of Merger, together with any other documents required to be filed to consummate the merger, is filed with and accepted by the Secretary of State of the State of Florida. The Surviving Corp

shall file all necessary documents required by Section 14-2-1105 of the Georgia Business Corporation Code.

3. Terms and Conditions. On the effective date of the merger, the separate existence of the Merged Corp shall cease, and the Surviving Corp shall succeed to all the rights, privileges, immunities, and franchises, and all the property, real, personal, and mixed, of the Merged Corp, without the necessity for any separate transfer. The Surviving Corp shall then be responsible and liable for all liabilities and obligations of the Merged Corp, and neither the right of creditors nor any liens on the property of the Merged Corp shall be impaired by the merger.

4. Conversion of Shares. Because Mark Ott is the sole shareholder of both constituent corporations prior to the merger and will remain so after the merger, the shares of the Merging Corp will not be converted to shares of the Surviving Corp. As of the Effective Date, all of the shares of stock in the Merged Corp, and any certificates evidencing the same, shall be canceled, and the shares of stock in the Surviving Corp outstanding immediately prior to the merger shall remain issued and outstanding from and after the Effective Date.

5. Corporate Bylaws. The Bylaws of the Surviving Corp, as in effect on the Effective Date (the "Surviving Corp Bylaws") shall remain in effect until thereafter changed or amended as provided therein or by applicable law.

6. Approval by Shareholders. This Plan of Merger has been approved by the sole shareholder of the constituent corporations, as evidenced by his execution hereof.

Executed on behalf of the corporations by their respective presidents and confirmed by the sole shareholder on 12/22/2015.

Surviving Corp:
Test and Training Flight Services, Inc.,
a Florida corporation

Merged Corp:
Test and Training Flight Services, Inc.,
a Georgia corporation

DocuSigned by:
Mark Ott
By: Mark Ott, Its President
BDE795380-445485

DocuSigned by:
Mark Ott
By: Mark Ott, Its President
BDE795380-445485

**Surviving Corp
Shareholder:**

DocuSigned by:
Mark Ott
By: Mark Ott
BDE795380-445485

**Merged Corp
Shareholder:**

DocuSigned by:
Mark Ott
By: Mark Ott
BDE795380-445485