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MERGER OR SHARE EXCHANGE

The Bulliek Holding Corporation

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by merger

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COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: The BullEK Holding Corporation
(Name of Surviving Corporation)

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

Please return all correspondence concerning this matter to following:

Stephen Shaffer
(Contact Person)

BullEK Holding Corporation
(Firm/Company)

29 East 19th Street
(Address)

Saint Cloud, Florida 34709
(City/State and Zip Code)

For further information concerning this matter, please call:

Stephen Shaffer At (407) 592-1711
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Certified copy (optional) \$3.75 (Please send an additional copy of your documents 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 6127
Tallahassee, Florida 32314

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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:

Name	Jurisdiction	Document Number (If known/ applicable)
The BullEk Holding Corporation	Florida	PD4000079831

Second: The name and jurisdiction of each merging corporation:

Name	Jurisdiction	Document Number (If known/ applicable)
The BullEk Corporation of Kentucky	Kentucky	

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.)

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 April 21, 2006 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 April 21, 2006 and shareholder approval was not required.

(Attach additional sheets if necessary)

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TALLAHASSEE, FLORIDA

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PLAN OF MERGER

This AGREEMENT OF MERGER dated as of April 21, 2006 (this "Agreement") is entered into between The Bulliek Holding Corporation, a Florida corporation (herein "Surviving Corporation") and The Bulliek Corporation of Kentucky, a Kentucky corporation (herein "Merging Corporation").

Introduction

WHEREAS, the outstanding shares of capital stock of Merging Corporation is wholly owned by Surviving Corporation; and

WHEREAS, Surviving Corporation and Merging Corporation desire to effect a merger pursuant to which (x) Merging Corporation will merge with and into Surviving Corporation, with Surviving Corporation surviving such merger and (y) each outstanding share of Merging Corporation will be canceled and extinguished without consideration such that the total ownership and capitalization of Surviving Corporation immediately after the Merger shall be in the same relative proportions and amounts as the total ownership and capitalization of Merging Corporation shall be immediately prior to the merger.

Accordingly, in consideration of the foregoing premises and the respective agreements hereinafter set forth, and in order to set forth the terms and conditions of the merger and the mode of carrying the same into effect, the parties hereby agree as follows:

1. Merging Corporation shall be merged into Surviving Corporation.
2. The outstanding shares of Merging Corporation shall be canceled without consideration.
3. The outstanding shares of Surviving Corporation shall remain outstanding and are not effected by the merger.
4. The sole shareholder of Merging Corporation has waived the mailing requirement in writing under Section 271B.11-040 of the Kentucky Revised Statutes.
5. Surviving Corporation shall promptly pay to the dissenting shareholders of each Merging Corporation that is a party to the merger the amount, if any, to which they are entitled under Section 607.1302 of the Florida Statutes.
6. Merging Corporation shall from time to time, as and when requested by Surviving Corporation, execute and deliver all such documents and instruments and shall take all such action necessary or desirable in evidence or carry out this merger.
7. The effect of the merger and the effective date of the merger are as proscribed by law.

[SIGNATURE PAGE IMMEDIATELY FOLLOWING]

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IN WITNESS WHEREOF the parties have executed this Agreement.

SURVIVING CORPORATION:

THE BULLEK HOLDING CORPORATION
(a Florida corporation)

By: 
Stephen Shaffer, Vice President

MERGING CORPORATION:

THE BULLEK CORPORATION OF KENTUCKY
(a North Carolina Corporation)

By: 
Stephen Shaffer, Vice President