

P03000118275

(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: *michael Conway gave me permission to write out the P. in the Name. 1-6-09*  
*[Signature]*

Office Use Only



100139159041

12/22/08--01048--006 \*\*78.75

EFFECTIVE DATE  
*1/1/09*

*merger*  
*[Signature]*

2008 DEC 22 PM 1:42  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

*1-5-09*

**STEVEN K. BAIRD, P.A.**

ATTORNEY AT LAW

166 NE 96<sup>th</sup> Street  
Miami Shores, Florida 33138

Tel: (305) 754 8170  
Fax: (305) 754 0788  
SKBPA@CS.com

December 19, 2008

**BY FEDEX**

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

**Re: Tory Sullivan, M.D., P.A.  
Gunter Kahn, M.D., P.A.**

Ladies and Gentlemen:

Enclosed for filing are the Articles of Merger for Gunter Kahn, M.D., P.A. into Tory Sullivan, M.D., P.A. Also enclosed is our check in the amount of \$78.75 for the filing fees, as well as for a certified copy of the Articles of Merger.

Please send the certified copy of the articles to the undersigned at 5981 N.E. 6<sup>th</sup> Avenue Street, Miami, Florida 33137. For further information concerning this matter, please call me or Stefan Pigan at (305) 754 - 8170.

Very truly yours,

  
Steven K. Baird

SKB:sp  
cc. Tory P. Sullivan  
Enclosures

ARTICLES OF MERGER

OF

GUINTER KAHN, M.D., P.A.,  
a Florida professional services corporation

WITH AND INTO

TORY SULLIVAN, M.D., P.A.,  
a Florida professional services corporation

FILED  
2008 DEC 22 PM 1:42  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

EFFECTIVE DATE  
1/1/09

Each of the undersigned Florida professional services corporations adopts the following Articles of Merger in accordance with Chapter 607, Florida Statutes:

1. Names of Parties. The names of the entities that are parties to the merger are as follows:

Gunter Kahn, M.D., P.A., a Florida professional services corporation, document number V48099 (the "Kahn Corporation"); and Tory Sullivan, M.D., P.A., a Florida professional services corporation, document number P030000118275 (the "Sullivan Corporation").

2. Surviving Corporation. The surviving entity of the merger shall be:

Tory Sullivan, M.D., P.A., a Florida professional services corporation (the "Sullivan Corporation.")

3. Articles of Incorporation. The surviving corporation shall be governed by the Articles of Incorporation of the Sullivan Corporation.

4. Adoption of Agreement and Plan of Merger.

(a) By Shareholders of the Kahn Corporation. An Agreement and Plan of Merger dated December 18, 2008 (the "Plan") was adopted and approved by all the shareholders of the Kahn Corporation in accordance with the laws of Florida by the execution of a written consent in lieu of a meeting of the shareholders on December 18, 2008.

(b) By Shareholders of the Sullivan Corporation. The Plan was adopted and approved by all the shareholders of the Sullivan Corporation by the execution of a written consent in lieu of a meeting of the shareholders on December 18, 2008.

(c) Effective Date. The merger provided herein shall be effective as of 12:01 a.m. on January 1, 2009.

5. Conversion of Issued and Outstanding Shares in the Corporation. All of the issued and outstanding shares in the Kahn Corporation shall cease to be outstanding and shall be converted into two hundred (200) newly issued shares of the Sullivan Corporation.

6. Registered Agent and Office. The Florida registered agent and office of the Surviving Corporation are:

Steven K. Baird, P.A.  
5981 NE 6<sup>th</sup> Avenue  
Miami, Florida 33137

IN WITNESS WHEREOF, each of the undersigned entities, by and through its duly authorized officers, has executed and acknowledged the foregoing Articles of Merger on the date set forth below.

GUINTER KAHN, M.D., P.A., a Florida professional services corporation

By: T. Sullivan 12/18/08  
Tory Sullivan, M.D., President Date

TORY SULLIVAN, M.D., P.A., a Florida professional services corporation

By: T. Sullivan 12/18/08  
Tory Sullivan, President Date