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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

merger/cc

APR 28 2017

ALBRITTON

LAW OFFICES
MARVIN I. MOSS, P.A.

April 20, 2017

AVENTURA CORPORATE CENTER
SUITE 506 • 20801 BISCAYNE BOULEVARD
NORTH MIAMI BEACH, FLORIDA 33180-1430

TELEPHONE (305) 936-8844
TELE-FAX (305) 936-1804
E-MAIL: MOVERLAW@AOL.COM

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

Re: A-1 FARGO VAN AND STORAGE, INC., Surviving Corporation

Dear Sir:

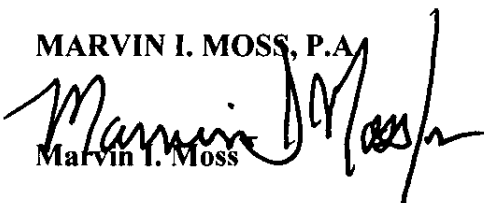
Please find enclosed the original and one copy of the Articles of Merger, together with A-1 Fargo Van and Storage's check no 8368 payable to the Florida Department of State in the amount of \$113.75 representing the filing fee, as well as a Certified copy of same.

Please return to the undersigned a Certified copy of the Articles of Merger and all other correspondence regarding this matter to Marvin I. Moss, P.A., 20801 Biscayne Boulevard, Suite 506, Aventura, Florida 33180-1430.

If you have any questions whatsoever, or need additional information and/or documentation, please do not hesitate to contact me at (305) 936-8844 Ext. 104. Email: moverlaw@aol.com

Very truly yours,

MARVIN I. MOSS, P.A.


Marvin I. Moss

MIM/mn
Enclosures (as stated)

ARTICLES OF MERGER

In accordance with the Florida Corporation Act, pursuant to Section 607.1105, Florida Statutes, the following Articles of Merger are being submitted:

FIRST:

THE NAME AND JURISDICTION OF THE SURVIVING CORPORATION:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u>
A-1 Fargo Van and Storage, Inc.	Miami-Dade County	59-0936451

SECOND:

THE NAME AND JURISDICTION OF EACH MERGING CORPORATION:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u>
Heritage Equipment Enterprises, Inc.	Miami-Dade County	59-2812208
Sentry Moving & Storage Services, Inc.	Miami-Dade County	59-2610367

THIRD:

The Plain of Merger is attached.

FOURTH:

The merger shall become effective on April 20, 2017.

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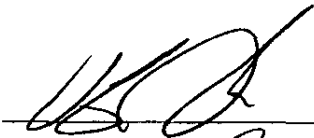


FIFTH:

The Plan of Merger was adopted by the shareholders of the surviving corporation on April 20, 2017.

SIXTH:

The Plan of Merger was adopted by the shareholders of the merging corporations on April 20, 2017.

SEVENTH: SIGNATURES FOR EACH CORPORATION

<u>Name of Corporation</u>	<u>Signature of an Officer or Director</u>	<u>Typed or Name of Individual & Title</u>
A-1 Fargo Van and Storage, Inc.		<u>VIRGIL HALE PRESIDENT</u>
Heritage Equipment Enterprises Inc.		<u>VIRGIL HALE PARTNER</u>
Sentry Moving & Storage Services, Inc.		<u>DONALD R. GRIESEMER</u>

AGREEMENT AND PLAN OF MERGER

THIS AGREEMENT AND PLAN OF MERGER, dated as of April 4, 2017 (this "Agreement"), is entered into by and between HERITAGE EQUIPMENT ENTERPRISES, INC., a Florida corporation ("HERITAGE"), SENTRY MOVING & STORAGE SERVICES, INC., a Florida corporation ("SENTRY"), and A-1 FARGO VAN AND STORAGE, INC., a Florida corporation (A-1 FARGO). HERITAGE, SENTRY, and A-1 FARGO are hereinafter sometimes collectively referred to as the "Constituent Corporations."

W I T N E S S E T H

WHEREAS, HERITAGE is a corporation duly organized and existing under the laws of the State of Florida;

WHEREAS, SENTRY is a corporation duly organized and existing under the laws of the State of Florida;

WHEREAS, A-1 FARGO is a corporation duly organized and existing under the laws of the State of Florida and a wholly-owned subsidiary of HERITAGE;

WHEREAS, A-1 FARGO is a corporation duly organized and existing under the laws of the State of Florida and a wholly-owned subsidiary of SENTRY;

WHEREAS, the respective Boards of Directors of HERITAGE, SENTRY, and A-1 FARGO have determined that it is advisable and in the best interests of such corporations and their stockholders that HERITAGE and SENTRY merge with and into A-FARGO upon the terms and subject to the conditions set forth in this Agreement;

WHEREAS, the shareholders of HERITAGE and SENTRY have approved this Agreement, by execution of written consents in accordance with Section 607.1107 of the Florida Business Corporation Act;

WHEREAS, HERITAGE and SENTRY, in its capacity as the sole stockholders of A-1 FARGO have approved this Agreement, by execution of a written consent in accordance with of the Florida General Corporation Law.

NOW, THEREFORE, in consideration of the premises and mutual agreements and covenants herein contained, HERITAGE, SENTRY, and A-1 FARGO hereby agree as follows:

1. Merger. HERITAGE and SENTRY shall be merged with and into A-1 FARGO (the "Merger") such that A-FARGO shall be the surviving corporation (hereinafter sometimes referred to as the ("Surviving Corporation"). Appropriate documents necessary to effectuate the Merger shall be filed with the State of Florida and the Merger shall become effective at the time provided by applicable law (the "Effective Time").

2. Governing Documents. The Certificate of Incorporation of A-1 FARGO shall be the Certificate of Incorporation of the Surviving Corporations, and upon consummation of the Merger, shall be amended and restated.

3. Directors. The persons who are directors of A-1 FARGO immediately prior to the Effective Time shall, after the Effective Time, be the directors of the Surviving Corporation, without the change until their successors have been duly elected and qualified in accordance with the Certificate of Incorporation and By-laws of the Surviving Corporation.

4. Succession. At the Effective Time, the separate corporate existence of HERITAGE and SENTRY shall cease and (i) all the rights, privileges, powers and franchises of a public and private nature of each of the Constituent Corporations, subject to all the restrictions, disabilities and duties of each of the Constituent Corporations; (ii) all assets, property, real, personal and mixed, belonging to each of the Constituent Corporations; and (iii) all debts due to each of the Constituent Corporations on whatever account, including stock subscriptions and all other things in action; shall succeed to, be vested in and become the property of the Surviving Corporation without any further act or deed as they were of the respective Constituent Corporations. The title to any real estate vested by deed or otherwise and any other asset, in either of such Constituent Corporations shall not revert or be in any way impaired by reason of the Merger, but all rights of creditors and all liens upon any property of HERITAGE and SENTRY shall be preserved unimpaired. To the extent permitted by law, any claim existing or action or proceeding pending by or against either of the Constituent Corporations may be prosecuted as if the Merger had not taken place. All debts, liabilities and duties of the respective Constituent Corporations shall thenceforth attach to the Surviving Corporation and may be enforced against it to the same extent as if such debts, liabilities and duties had been incurred or contracted by it. All corporate acts, plans, policies, agreements, arrangements, approvals and authorizations of HERITAGE and SENTRY, its shareholders, Board of Directors and committees thereof, officers and agents that were valid and effective immediately prior to the Effective Time, shall be taken for all purposes as the acts, plans, policies, agreements, arrangements, approvals and authorizations of the Surviving Corporation and shall be as effective and binding thereon as the same were with respect to HERITAGE and SENTRY. The employees and agents of HERITAGE and SENTRY shall become the employees and agents of the Surviving Corporation and continue to be entitled to the same rights and benefits that they enjoyed as employees and agents of HERITAGE and SENTRY.

5. Further Assurances. From time to time, as and when required by the Surviving Corporation or by its successors or assigns, there shall be executed and delivered on behalf of HERITAGE and SENTRY such deeds and other instruments, and there shall be taken or caused to be taken by it all such further and other action, as shall be appropriate, advisable or necessary in order to vest, perfect or confirm, of record or otherwise, in the Surviving Corporation the title to and possession of all property, interests, assets, rights, privileges, immunities, powers, franchises and authority of

HERITAGE and SENTRY, and otherwise to carry out the purposes of this Agreement. The officers and directors of the Surviving Corporation are fully authorized in the name on behalf of HERITAGE and SENTRY or otherwise, to take any and all such action and to execute and deliver any and all such deeds and other instruments.

6. Amendment. The parties hereto, by mutual consent of their respective Boards of Directors, may amend, modify or supplement this Agreement prior to the Effective Time.

7. Counterparts. This Agreement may be executed in one or more counterparts, and each such counterpart hereof shall be deemed to be an original instrument, but all such counterparts together shall constitute but one agreement.

8. Descriptive Headings. The descriptive headings herein are inserted for convenience of reference only And are not intended to be party of or to affect the meaning or interpretation of this Agreement.

9. Governing Law. this Agreement shall be governed by, and construed in accordance with, the laws of the State of florida, without giving effect to the choice or conflict of law provisions contained therein to the extent that the application of the laws of another jurisdiction will be required thereby.

IN WITNESS WHEREOF, HERITAGE, SENTRY and A-1 FARGO have caused this Agreement to be executed and delivered as of the date first written above.

HERITAGE EQUIPMENT ENTERPRISES, INC., a Florida corporation

By: [Signature] PARTNER
Name:
Title:

SENTRY MOVING & STORAGE SERVICES,
a Florida corporation

By: [Signature]
Name:
Title: PRESIDENT

A-1 FARGO VAN AND STORAGE, INC.,
a Florida corporation

By: [Signature] PRESIDENT
Name:
Title: