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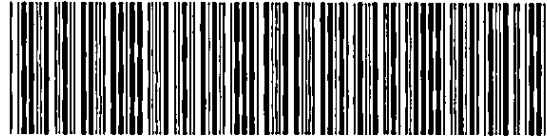
(Business Entity Name)

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CAPITAL CONNECTION, INC.

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

Old Florida Investments, Inc

Signature _____

Requested by: Seth

02/13/19

Name _____

Date _____

Time _____

Valk-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 _____
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- _____ Annual Report / Reinstatement _____
- _____ Cert. Copy _____
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- _____ 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 _____

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Old Florida Investments, 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:

John V. Quinlan, Esq.

Contact Person

Greene Hamrick Quinlan & Schermer, P.A.

Firm/Company

601 12th Street West

Address

Bradenton, FL 34212

City/State and Zip Code

tblauvelt@manateelegal.com

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

For further information concerning this matter, please call:

Trish Blauvelt

Name of Contact Person

At (941) 747-1871

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

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**ARTICLES OF MERGER
For Merger of a
FLORIDA LIMITED LIABILITY COMPANY
INTO A FLORIDA CORPORATION**

These Articles of Merger are submitted to merge the following Florida limited liability company into a Florida corporation in accordance with Sections 605.1021 through 605.1026, Florida Statutes (2018) and Sections 607.1103 and 607.1108 Florida Statutes (2018).

1. The following limited liability company, Old Florida Investments Resources, LLC, a Florida limited liability company and the following corporation, Old Florida Investments, Inc., a Florida corporation are hereby merged with the surviving entity being Old Florida Investments, Inc., a Florida corporation.

2. The surviving entity will be Old Florida Investments, Inc., a Florida corporation and the name of the corporation shall remain Old Florida Investments, Inc., a Florida corporation.

3. The percentage membership interests of each member of Old Florida Investments Resources, LLC, a Florida limited liability company are identical to the percentage shareholder interest of each shareholder in Old Florida Investments, Inc., a Florida corporation and upon merger the percentage interest of each member of Old Florida Investments Resources, LLC, a Florida limited liability company shall convert to the same percentage shareholder ownership interest in Old Florida Investments, Inc., a Florida corporation without the issuance of additional shares and each shareholder of the surviving corporation will hold the same number of shares with identical designations, preferences, limitations and relative rights immediately after the merger.

4. The merger has been approved by unanimous consent of all the members of Old Florida Investments Resources, LLC, a Florida limited liability company pursuant to the provisions of ss. 605.1021-605.1026 on January 14, 2019 and as otherwise required by Chapter 605 of the Florida Statutes; and by unanimous consent of all of the Board of Directors of Old Florida Investments, Inc., a Florida corporation effective January 13, 2019 and by unanimous consent of all of the shareholders of Old Florida Investments, Inc., a Florida corporation on January 14, 2019 under Section 607.1103, Florida Statutes and as otherwise required by Chapter 607 of the Florida Statutes. After the merger, all of the members of Old Florida Investments Resources, LLC, a Florida limited liability company shall continue to have shares in Old Florida Investments, Inc., a Florida corporation, in their same percentages preceding the merger.

5. The surviving corporation's bylaws and articles shall remain unchanged

6. No member of Old Florida Investments Resources, a Florida limited liability company has elected appraisal under Sections 605.1006 and 605.1061-605.1072, Florida Statutes and therefore no payment will be required to any member and no shareholder of Old Florida

Investments, Inc., a Florida corporation has elected appraisal rights under Section 607.1302, Florida Statutes and therefore no payment will be required to any shareholder.

7. This merger is effective as of the date of filing of this Certificate of Merger.

Signatures appear on next succeeding page.

Signed this 12th day of February, 2019.

Old Florida Investments Resources, LLC,
a Florida limited liability company

By: 

Name: R. Jay Taylor

Title: Manager

Old Florida Investments, Inc.,
a Florida corporation

By: 

Name: R. Jay Taylor

Title: President

PLAN OF MERGER

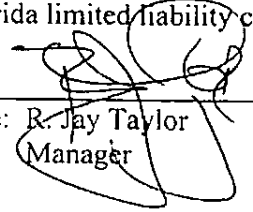
Pursuant to the unanimous approval of the members of Old Florida Investments Resources, LLC, a Florida limited liability company on January 14, 2019 at a duly noticed special meeting of the members which waived any requirement for notice of any meeting or other action on the Plan of Merger under Section 605.1023 Florida Statutes, and unanimous approval of the shareholders of Old Florida Investments, Inc., a Florida corporation on January 14, 2019 at a duly noticed special meeting of the shareholders which waived any requirement for notice of any meeting or other action on the Plan of Merger under Section 607.0706, Old Florida Investments Resources, LLC, a Florida limited liability company and Old Florida Investments, Inc., a Florida corporation hereby adopt this Plan of Merger pursuant to Sections 605.1021-605.1026, and 607.1103 and 607.1108 Florida Statutes (2019) and agree to the following provisions:

1. The names of the limited liability company and corporation planning to merge are: Old Florida Investments Resources, LLC, a Florida limited liability company, and Old Florida Investments, Inc., a Florida corporation, respectively, and Old Florida Investments, Inc., a Florida corporation shall be the surviving entity.
2. The name of the surviving corporation after the merger is: Old Florida Investments, Inc., a Florida corporation.
3. The terms and conditions of the merger are as follows:
 - (a) The percentage membership in Old Florida Investments Resources, LLC, a Florida limited liability company is identical to the percentage shareholder interest of each shareholder in Old Florida Investments, Inc., a Florida corporation and upon merger the interest of each member Old Florida Investments Resources, LLC, a Florida limited liability company shall convert to the same percentage ownership interest in Old Florida Investments, Inc., a Florida corporation without the issuance of additional shares and each shareholder of the surviving corporation will hold the same number of shares with identical designations, preferences, limitations and relative rights immediately after the merger.
 - (b) The effective date of the merger shall be the date of filing of the Articles Merger with the Florida Secretary of State.
 - (c) The surviving corporation's bylaws and articles shall remain unchanged.
4. The Plan of Merger was adopted after:
 - (a) Notice and Call and Waiver of Notice of Meeting by the Shareholders of Old Florida Investments, Inc., a Florida corporation;
 - (b) Notice and Call and Waiver of Notice of Meeting by the Members of Old Florida Investments Resources, LLC, a Florida limited liability company;

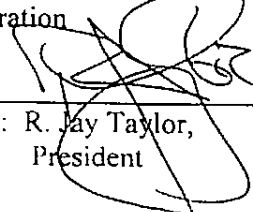
- (c) Passage of Resolutions that were incorporated in Minutes of Special Joint Meeting of the Members of Old Florida Investments Resources, LLC, a Florida limited liability company and Shareholders of Old Florida Investments, Inc., a Florida corporation approving the Merger;
5. Title to all property or interests therein owned by Old Florida Investments Resources, LLC and Old Florida Investments, Inc. are vested in the surviving entity without reversion or impairment and debts, liabilities and obligations of the Parties to the merger continue as obligations of the surviving entity.
6. All Parties to the merger have executed this Plan of Merger.

IN WITNESS WHEREOF, the undersigned have executed the Plan of Merger the February 12th, 2019.

Old Florida Investments Resources, LLC,
a Florida limited liability company

By: 
Name: R. Jay Taylor
Title: Manager

Old Florida Investments, Inc., a Florida
corporation

By: 
Name: R. Jay Taylor,
Title: President