

355862

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

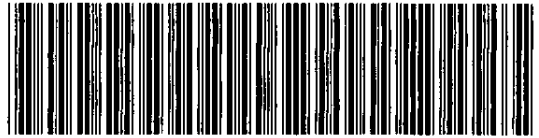
(Document Number)

Certified Copies

Certificates of Status

Special Instructions to Filing Officer:

Office Use Only



400112557894

12/03/07--01040--030 **113.75

Meyer

FILED

07 DEC -3 PM 12:05

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. Roberts DEC 05 2007

JOSEPH GIAMBALVO
Law Offices
1012 Drew Street
Clearwater, FL 33755
Telephone (727) 461-4041 Fax (727) 443-3443
Email: LawJoeG@aol.com

November 30, 2007

Florida Department of State
Amendment Section
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

RE: Articles of Merger:
Roberts Quality Printing Inc. and Sure Mailing, Inc.

Dear Sirs:

Enclosed please find documents concerning a merger of my client's corporations: Sure Mailing, Inc. and Roberts Quality Printing, Inc. I have enclosed my firm escrow check in the amount of \$113.75 to cover the costs. (\$35.00 for each merging corporation, \$35.00 for the surviving corporation, and \$8.75 for a certified copy of the Merger documents.)

A copy of all documents has been enclosed as my client is requesting that a certified copy be returned to my office. A self addressed stamped envelope is enclosed for that purpose.

I appreciate your cooperation in this matter. If you have any questions please feel free to contact my office.

Very truly yours,



JOSEPH GIAMBALVO

JG/pmm
Enclosures

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: ROBERTS QUALITY PRINTING, 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:

Joseph Giambalvo, Esquire

(Contact Person)

Law Office of Joseph Giambalvo

(Firm/Company)

1012 Drew Street

(Address)

Clearwater, FL 33755

(City/State and Zip Code)

For further information concerning this matter, please call:

Joseph Giambalvo

(Name of Contact Person)

At (727) 461-4041

(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

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:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
Roberts Quality Printing, Inc.	Florida	355862

Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
Roberts Quality Printing, Inc.	Florida	355862
Sure Mailing, Inc.	Florida	P05000041211

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 01 / 01 / 2008 (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 11/27/07.

The Plan of Merger was adopted by the board of directors of the surviving corporation on _____ 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 11/27/07.

The Plan of Merger was adopted by the board of directors of the merging corporation(s) on _____ and shareholder approval was not required.

(Attach additional sheets if necessary)

FILED
DEC -3 PM 12:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Typed or Printed Name of Individual & Title

Roberts Quality Printing Co.  Robert T. Davis, President
Sure Mailing, Inc.  Robert T. Davis, Secretary

PLAN OF MERGER

(Non Subsidiaries)

The following plan of merger is submitted in compliance with section 607.1101, Florida Statutes, and in accordance with the laws of any other applicable jurisdiction of incorporation.

First: The name and jurisdiction of the surviving corporation:

Name

Jurisdiction

Roberts Quality Printing, Inc.

Florida

Second: The name and jurisdiction of each merging corporation:

Name

Jurisdiction

Roberts Quality Printing, Inc.

Florida

Sure Mailing, Inc.

Florida

Third: The terms and conditions of the merger are as follows:

See Attached Sheet

Fourth: The manner and basis of converting the shares of each corporation into shares, obligations, or other securities of the surviving corporation or any other corporation or, in whole or in part, into cash or other property and the manner and basis of converting rights to acquire shares of each corporation into rights to acquire shares, obligations, or other securities of the surviving or any other corporation or, in whole or in part, into cash or other property are as follows:

See Attached Sheet

(Attach additional sheets if necessary)

**PLAN OF MERGER
(Non Subsidiaries)**

ATTACHMENT

Third: The terms and conditions of the merger are as follows:

John Wayne Nightingale owns 100% of both corporations' common stock.

The term "effective date" shall mean January 1, 2008. On the effective date, Sure Mailing, Inc., shall be merged with and into Roberts Quality Printing, Inc. The separate existence of Roberts Quality Printing, Inc. shall continue unaffected and unimpaired by the Merger with all the rights, privileges, immunities, and franchises, of a public as well as of a private nature, and subject to all the duties and liabilities of the corporation organized under the law of the State of Florida. The plan of merger has been approved by the Directors of both corporations in accordance with the Statute 607.1104 of the Act. Sure Mailing, Inc. waives notice of filing of Articles of Merger.

At the effective date, Roberts Quality Printing, Inc. shall possess all the rights, privileges, immunities, and franchises, of both a public and private nature, of Sure Mailing, Inc. and shall be responsible for all liabilities and obligations of Sure Mailing, Inc. All as more particularly set forth in Statute 607.1106 of the act.

Fourth: The manner and basis of converting the shares of each corporation into shares, obligations, or other securities of the surviving corporation or any other corporation or, in whole or in part, into cash or other property and the manner and basis of converting rights to acquire shares of each corporation into rights to acquire shares, obligations, or other securities of the surviving or any other corporation or, in whole or in part, into cash or other property are as follows:

The manner and basis of converting shares of Sure Mailing, Inc. common stock into shares of Roberts Quality Printing, Inc. shall be as follows:

Each share of Sure Mailing Inc.'s common stock issued and outstanding on the effective date and all rights in respect thereof, shall, by virtue of the Merger and without any action on the part of the holders, be converted into one-hundred shares of the presently authorized and unissued shares of the common stock of Roberts Quality Printing, Inc.; provided that no fractional share of Roberts Quality Printing, Inc. shall be issued or exchanged for shares of Sure Mailing Inc.'s common stock.

THE FOLLOWING MAY BE SET FORTH IF APPLICABLE:

Amendments to the articles of incorporation of the surviving corporation are indicated below or attached:

N/A

OR

Restated articles are attached:

N/A

Other provisions relating to the merger are as follows: