

434-195

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

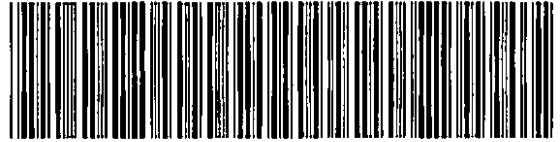
(Document Number)

Certified Copies 1

Certificates of Status 3/4/21

Special Instructions to Filing Officer:

Office Use Only



500355795105

01/07/21--01008--017 **113.75

2021-01-07 11:17

Morgan



FLORIDA DEPARTMENT OF STATE
Division of Corporations

February 16, 2021

LINDA G.T. PARKS
PARKS, DE FILIPPO AND ASSOCIATES, PA
203 LOOKOUT PLACE
MAITLAND, FL 32751

SUBJECT: NORTHGATE LINCOLN - MERCURY, INC
Ref. Number: 434795

We have received your document and check(s) totaling \$113.75. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

Done ✓ As a condition of a merger, pursuant to s.607.1622(8), Florida Statutes, each party to the merger must be active and current in filing its annual reports with the Department of State through December 31 of the calendar year in which the articles of merger are submitted for filing.

THE INFORMATION SUBMITTED IS NOT REQUIRED. PLEASE COMPLETE THE ATTACHED ARTICLES OF MERGER AND RESUBMIT.

*SO I DIDN'T
INCLUDE IT*

* Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Susan Tallent
Regulatory Specialist II

Letter Number: 021A00003448

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

Re: Merger of Parks Kids, LLC. EIN: 45-1605177 with and into
Northgate Lincoln-Mercury, Inc., EIN: 59-1481596 (Surviving Corporation)

Dear Director:

This letter is to notify you of our intent to merge Parks Kids, LLC, a Florida Limited Liability Company organized April 1, 2011, with and into Northgate Lincoln-Mercury, a Florida Corporation existing under the laws of the State of Florida having been incorporated September 10, 1973. We have enclosed the Agreement and Plan of Merger(in duplicate), Action by Written Consent of the Board of Managers and Members of Parks Kids, LLC and Action by Written Consent of the Board of Directors and the shareholders of Northgate Lincoln-Mercury, Inc.

We have enclosed a check in the amount of \$90 (representing payment of \$25 for Parks Kids, LLC, \$35 for Northgate Lincoln-Mercury, Inc., and \$30 for a certified copy of the merger agreement).

Please return all correspondence concerning this matter to:

Linda G.T. Parks
Parks, De Filippo and Associates, PA
203 Lookout Place
Maitland, Florida 32751

lparks@pda-cpa.com


For further information concerning this matter, please call:

Linda Parks at (407)539-1330 X 0210

We appreciate your attention to this matter.

Sincerely,

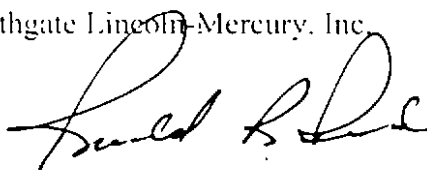
Parks Kids, LLC

By: 

Name: Stephen R. Parks

Title: President/Managing Member

Northgate Lincoln-Mercury, Inc.

By: 

Name: Ronald R. Parks

Title: President

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: NORTHGATE LINCOLN-MERCURY, INC
Name of Surviving Entity

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

Please return all correspondence concerning this matter to following:

Linda G.T. Parks

Contact Person

Parks, DeFilippo & Assoc., PA

Firm/Company

203 Lookout Place

Address

Maitland, FL 32751

City/State and Zip Code

lparks@pda-cpa.com

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

For further information concerning this matter, please call:

Linda G.T. Parks

Name of Contact Person

At (407) 539-1330 X0210

Area Code & Daytime Telephone Number

☐ Certified copy (optional) \$8.75 (Please send an additional copy of your document if a certified copy is requested)

Mailing Address:

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

Street Address:

Amendment Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

IMPORTANT NOTICE: Pursuant to s.607.1622(8), F.S., each party to the merger must be active and current in filing its annual report through December 31 of the calendar year which this articles of merger are being submitted to the Department of State for filing.

ARTICLES OF MERGER

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 entity:

<u>Name</u>	<u>Jurisdiction</u>	<u>Entity Type</u>	<u>Document Number</u> (If known/ applicable)
<u>Northgate Lincoln-Mercury, Inc.</u>	<u>Florida</u>	<u>Corp.</u>	<u>434795</u>

SECOND: The name and jurisdiction of each merging eligible entity:

<u>Name</u>	<u>Jurisdiction</u>	<u>Entity Type</u>	<u>Document Number</u> (If known/ applicable)
<u>Northgate Lincoln-Mercury, Inc</u>	<u>Florida</u>	<u>Corp.</u>	<u>434795</u>
<u>Parks Kids, LLC</u>	<u>Florida</u>	<u>LLC</u>	<u>L11000039344</u>
<u> </u>	<u> </u>	<u> </u>	<u> </u>
<u> </u>	<u> </u>	<u> </u>	<u> </u>
<u> </u>	<u> </u>	<u> </u>	<u> </u>

THIRD: The merger was approved by each domestic merging corporation in accordance with s.607.1101(1)(b), F.S., and by the organic law governing the other parties to the merger.

FILED
-1-
FEB 8: 11

FOURTH: Please check one of the boxes that apply to surviving entity:

- ☒ This entity exists before the merger and is a domestic filing entity.
- ☐ This entity exists before the merger and is not authorized to transact business in Florida.
- ☐ This entity exists before the merger and is a domestic filing entity, and its Articles of Incorporation are being amended as attached.
- ☐ This entity is created by the merger and is a domestic corporation, and the Articles of Incorporation are attached.
- ☐ This entity is a domestic eligible entity and is not a domestic corporation and is being amended in connection with this merger as attached.
- ☐ This entity is a domestic eligible entity being created as a result of the merger. The public organic record of the survivor is attached.
- ☐ This entity is created by the merger and is a domestic limited liability limited partnership or a domestic limited liability partnership, its statement of qualification is attached.

FIFTH: Please check one of the boxes that apply to domestic corporations:

- ☒ The plan of merger was approved by the shareholders and each separate voting group as required.
- ☐ The plan of merger did not require approval by the shareholders.

SIXTH: Please check box below if applicable to foreign corporations

- ☐ The participation of the foreign corporation was duly authorized in accordance with the corporation's organic laws.

SEVENTH: Please check box below if applicable to domestic or foreign non corporation(s).

- ☒ Participation of the domestic or foreign non corporation(s) was duly authorized in accordance with each of such eligible entity's organic law.

EIGHTH: If other than the date of filing, the delayed effective date of the merger, which cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State:

Date of Filing

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

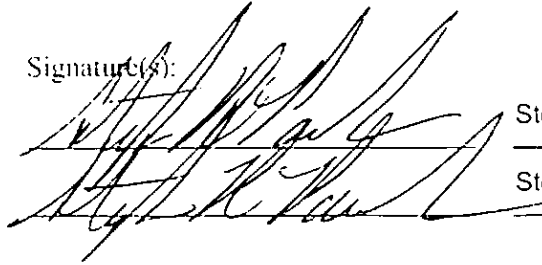
NINTH: Signature(s) for Each Party:

Name of Entity/Organization:

Northgate Lincoln Mercury, Inc.

Parks Kids, LLC

Signature(s):



Typed or Printed
Name of Individual:

Stephen R. Parks, VSTD

Stephen R. Parks, MGRP

Corporations:

Chairman, Vice Chairman, President or Officer
(If no directors selected, signature of incorporator.)

General partnerships:

Signature of a general partner or authorized person

Florida Limited Partnerships:

Signatures of all general partners

Non-Florida Limited Partnerships:

Signature of a general partner

Limited Liability Companies:

Signature of an authorized person